

OFFICIAL FILE  
ILLINOIS COMMERCE COMMISSION  
AQUA  
Illinois.

ORIGINAL

Aqua Illinois, Inc.  
P.O. Box 152  
1000 South Schuyler Avenue  
Kankakee, IL 60901

T: 815.935.8800  
F: 815.935.8809  
www.aquaininois.com

July 2, 2004

Elizabeth A. Rolando, Chief Clerk  
Illinois Commerce Commission  
527 E. Capitol Avenue  
Springfield, IL 62701

*02-0663  
Qtrly Report*

Re: Final Quarterly Reports on the issuance of \$12,755,000 of First Mortgage Bonds Series U & T (ICC ID No. 6248 & 6249) on ICC Order # 02-0663 dated October 23, 2002.

Dear Ms. Rolando:

Pursuant to Administrative Code Title 83, Part 240, attached is the Final Quarterly Reports and Officer Verifications for the issuance of \$12,755,000 of First Mortgage Bonds Series U & T (ICC ID No. 6248 & 6249), proceeds of which were used to refund Series Q & R 1995 First Mortgage Bonds as stated in ICC Order 02-0663 dated October 23, 2002.

Very truly yours,  
Aqua Illinois, Inc (formerly Consumers Illinois Water Company)



Michael D. Bratetic  
VP-Finance

Enclosures

CHIEF CLERK'S OFFICE

2004 JUL -7 A 9:49

1000 S. SCHUYLER AVENUE  
KANKAKEE, IL 60901  
*WJH*

Officer Verification

I, Michael D. Bratetic, hereby verify that the proceeds of \$12,755,000 from the issuance of \$12,755,000 of Series U & T First Mortgage Bonds have been appropriately applied to the refunding of Series Q & R First Mortgage Bonds as stated in ICC Order 02-0663 dated October 23, 2002.

I verify that the total proceeds of \$12,755,000 from the issuance of the Series U & T Mortgage Bonds have fully refunded the Series Q & R Mortgage Bonds.



Michael D. Bratetic  
Vice President-Finance  
Consumers Illinois Water Company

State of: ILLINOIS County of: KAWKAKEE

Subscribed and sworn to before me this 2nd day of JULY, 2004

Notary Public: Sheila L. Mailloux

My Commission expires: 2-4-2006



**Consumers Illinois Water Company**  
**Part 240 Reports of Issuance and Sale or Disposal of Securities and the Application of Proceeds**  
**\$12,755,000 Refinancing Series Q & R First Mortgage Bonds ICC Order 02-0663**  
**Quarter Ending December 31, 2002**

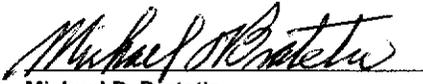
<u>Bonds and Other Securities:</u>	<u>Reference/Docket</u>	<u>Principal Amount</u>	<u>Issuance Expense</u>	<u>Proceeds Realized</u>	<u>Application of Proceeds</u>
First Mortgage Bonds:	Balance at 9/30/02	\$ -			
Refinance Q & R Series	02-0663	\$ 12,755,000	\$ 1,235,740	\$ 12,755,000	Refund Series Q & R Bonds
	Balance at 12/31/02	<u>\$ 12,755,000</u>	<u>\$ 1,235,740</u>	<u>\$ 12,755,000</u>	

Officer Verification

I, Michael D. Bratetic, hereby verify that the proceeds of \$12,755,000 from the issuance of \$12,755,000 of Series U & T First Mortgage Bonds have been appropriately applied to the refunding of Series Q & R First Mortgage Bonds as stated in ICC Order 02-0663 dated October 23, 2002.

I verify that the total proceeds of \$12,755,000 from the issuance of the Series U & T Mortgage Bonds have fully refunded the Series Q & R Mortgage Bonds.

I also verify that the total issuance costs for the \$12,755,000 Tax Mortgage Bonds is \$1,257,687 and will be amortized over the 30 year life.



Michael D. Bratetic  
Vice President-Finance  
Consumers Illinois Water Company

State of: ILLINOIS County of: KAWKAKEE

Subscribed and sworn to before me this 2nd day of JULY, 2004

Notary Public: Sheila L. Mailloux

My Commission expires: 2-4-2006



Consumers Illinois Water Company  
Part 240 Reports of Issuance and Sale or Disposal of Securities and the Application of Proceeds  
\$12,755,000 Refinancing Series Q & R First Mortgage Bonds ICC Order 02-0663  
Quarter Ending March 31, 2003

<u>Bonds and Other Securities:</u>	<u>Reference/Docket</u>	<u>Principal Amount</u>	<u>Issuance Expense</u>	<u>Proceeds Realized</u>	<u>Application of Proceeds</u>
First Mortgage Bonds:	Balance at 12/31/02	\$ 12,755,000	\$ 1,235,740	\$ 12,755,000	Refund Series Q & R Bonds
Refinance Q & R Series	02-0663		\$ 21,947		
	Balance at 03/31/03	<u>\$ 12,755,000</u>	<u>\$ 1,257,687</u>	<u>\$ 12,755,000</u>	

Refinance of Series Q & R-Summary of Issuance Costs

<u>Vendor</u>	<u>Description</u>	<u>Amount</u>
Illinois Development Finance Authc	Filing Fee	\$ 1,500.00
Illinois Development Finance Authc	Administrative Service Fee	63,775.00
Bank One	2% Call Premium	255,100.00
Edward Jones	3% Underwriting Fee	382,650.00
Ambac	Bond Insurance Premium	394,368.98
Kevin M. Cahill	Services rendered to IDFA	10,000.00
PriceWaterhouseCoopers	Audit Consents Services	11,100.00
Wachovia Bank	Trustee Fee	6,000.00
Gilmore & Bell	Underwriter's Counsel	33,000.00
Chapman and Cutler	Professional services	38,671.43
Kathy Pape time	Services rendered	1,900.32
Standard & Poor's	Rating Service	12,000.00
Color Art, Inc.	Bond Publishing	3,320.90
Jones, Day, Reavis & Pogue	Legal Services Oct 02	7,850.42
Jones, Day, Reavis & Pogue	Legal Services Nov 02	16,211.65
State Street Bank & Trust	Trustee Fee	1,500.00
Jones, Day, Reavis & Pogue	Legal Services Dec 02	112.15
Anderson Aquino LLP	Services rendered State St. trustee	3,900.00
Chapman and Cutler	Professional services	14,726.00
		<u>\$ 1,257,686.85</u>