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September 2, 2011

Via Electronic Mail
smyers@stlmsd.com

Susan Myers, Esq.
General Counsel
Metropolitan St. Louis Sewer District
2350 Market Street
St. Louis, Missouri 63103

Re: 2011 Wastewater Rate Change Proposal

Dear Susan:

The Rate Commission of the Metropolitan St. Louis Sewer District is required to find that the 2011 Wastewater Rate Change Proposal "and all portions thereof is consistent with and not in violation of any covenant or provision relating to any outstanding bonds or indebtedness of the District." See Section 7.270(3) of the Charter.

In order to satisfy this requirement, the Rate Commission's May 20 Discovery Request asked that the District "please provide copies of each contract or lease for goods or services in which the payment obligations of the District exceeds \$500,000." In response, the District replied that:

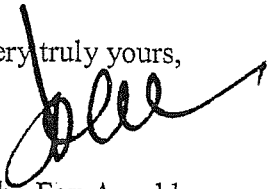
This request is unrealistically voluminous to provide. Specific individual contracts and/or leases will be provided upon request and made available for review at the District's home office located at 2350 Market Street, St. Louis, Missouri 63103.

Rather than unduly burden the District (or counsel for the Rate Commission), I suggest the execution of a Certificate modeled upon those executed by the District in connection with its bond issues. I have enclosed for your review a draft of such a document.

Susan Myers, Esq.
September 2, 2011
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Please let me hear from you.

Very truly yours,

A handwritten signature in black ink, appearing to read "John Fox Arnold", with a long, sweeping flourish extending to the right.

John Fox Arnold

JFA/clj

Enclosure