

**DEPARTMENT OF PUBLIC SERVICE REGULATION
BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MONTANA**

IN THE MATTER of the Consolidated)	
Petition by Mountain Water Company for)	REGULATORY DIVISION
Declaratory Rulings and Application for)	
Approval of Sale and Transfer of Stock in)	Docket No. D2011.1.8
Park Water Company)	

**CARLYLE INFRASTRUCTURE PARTNERS, LP'S
PRE-HEARING MEMORANDUM**

Carlyle Infrastructure Partners, LP (“Carlyle”) respectfully submits its Pre-hearing Memorandum in the captioned matter and states as follows:

1. The issues in this proceeding are as set forth in the Consolidated Petition for Declaratory Ruling and Application filed by Mountain Water on January 24, 2011 and as further identified and set forth in the pre-filed testimony of the various parties.

2. Mr. Robert Dove will be called as a witness for Carlyle with regard to his pre-filed testimony and pre-filed additional issue testimony. Carlyle intends to submit both pre-filed testimonies as exhibits in this proceeding.

3. Carlyle may refer to the following documents in the course of this hearing:

- The pre-filed Testimony of Robert Dove and the Additional Issue Testimony of Robert Dove;
- The pre-filed testimony of the other parties to the proceeding;
- Any exhibit identified by Mountain Water or another intervener;
- Any document needed for impeachment;

- Any response to a data request or document produced in response to a data request needed for impeachment or re-direct; and
 - Any document or exhibit introduced by the Commission or Commission staff.
4. Carlyle has no special requests with respect to witness schedule or order.

Respectfully submitted this 23rd day of September, 2011.

By: s/ Thorvald A. Nelson

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CERTIFICATE OF SERVICE

I hereby certify that on this, the 23rd day of September, 2011, the foregoing **PRE-HEARING MEMORANDUM OF CARLYLE INFRASTRUCTURE PARTNERS, LP** was served via electronic mail and U.S. mail unless otherwise indicated to the following:

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s/ Leah N. Buchanan