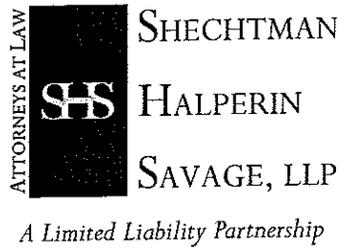


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Michael P. Robinson, Esq.
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November 9, 2007

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 DEPT. OF PUBLIC UTILITIES

State of Rhode Island
 Public Utilities Commission
 ATTN: Luly Masaro, Commission Clerk
 89 Jefferson Blvd.
 Warwick, RI 02888

*RE: New Petition;
 Night Sisters Corporation, Inc. and Steven A. Simoni vs.
 Hog Island, Inc. and Hog Island South End Association, Inc.*

Dear Ms. Massaro:

Enclosed please find an original and nine (9) copies of a New Complaint/Petition for Relief in the above-referenced matter. Please do not hesitate to contact me with any questions with respect to this filing. Kindest regards.

Very truly yours,

Michael P. Robinson

Enclosure

352 Newbury Street
 Boston, MA 02115
 P 617.267.7000
 F 617.267.7011

1080 Main Street
 Pawtucket, RI 02860
 P 401.272.1400
 F 401.272.1403

One North Broadway, Suite 1004
 White Plains, NY 10601
 P 914.946.1888
 F 914.946.1822

**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
PUBLIC UTILITIES COMMISSION**

IN RE:

**PETITION FOR RELIEF
FILED BY**

**NIGHT SISTERS CORPORATION, INC. and
STEVEN A. SIMONI**

AGAINST

**HOG ISLAND, INC. and
HOG ISLAND SOUTH END ASSOCIATION,
INC.**

COMPLAINT/PETITION FOR RELIEF

Preliminary Statement

This is a Complaint/Petition for Relief brought by Night Sisters Corporation, Inc. and Steven A. Simoni, ("Petitioners") owners of real property on the southern portion of Hog Island in the Town of Portsmouth, State of Rhode Island. The Respondents, Hog Island, Inc. and Hog Island South End Association, Inc. ("Respondents"), own and operate a well and water distribution system that services the properties located on the southern portion of Hog Island. The Respondents possess exclusive control over this fresh water source and have arbitrarily and unfairly deprived the Petitioners of access to fresh water. Respondents have displayed an unjust and discriminatory preference for other Hog Island property owners by permitting all others access to the subject well while denying access to Petitioners.

Petitioners bring the instant Complaint/Petition for Relief seeking regulatory intervention by the Public Utilities Commission over Hog Island, Inc. and Hog Island South End Association, Inc., entities meeting the statutory definition of public utilities,

which own, maintain the connections, and control access, to the subject well. Petitioners seek the issuance of appropriate regulatory orders to protect equal and fair access to this fresh water source, and to prevent the Respondents from subjecting the Petitioners and the public to unfair and discriminatory practices with respect to water access. Specifically, the Petitioners seek a declaratory judgment that Hog Island, Inc. and Hog Island South End Association, Inc. are public utilities within the meaning of Title 39 of the General Laws. In addition, the Petitioners seek an order requiring the Respondents to allow the Petitioners to connect their properties to the existing water distribution system. Petitioners also seek a declaration that Hog Island, Inc. and the Hog Island South End Association, Inc. are in violation of R.I.G.L. §39-2-3, which prohibits public utilities from giving any undue or unreasonable preference or advantage to any particular person, firm or corporation.

In support of this Complaint/Petition for Relief from the Public Utilities Commission, Petitioners Night Sisters Corporation, Inc. and Steven A. Simoni state as follows:

Facts

1. Petitioner, Night Sisters Corporation, Inc. (“Night”) is a Nevada Corporation which owns real property located on Hog Island in Portsmouth, Rhode Island.
2. Petitioner, Steven A. Simoni (“Simoni”) is the sole shareholder of Night Sisters Corporation, Inc.

3. Hog Island is located in Narragansett Bay, east of Prudence Island, and is part of the Town of Portsmouth, State of Rhode Island. Hog Island is divided into two regions, north and south.
4. Respondents, Hog Island, Inc. (“Hog Island, Inc.”) and Hog Island South End Association, Inc. (“SEA”) own, operate, maintain, and control a well and water distribution system for the distribution of water to the owners of property on the south end of Hog Island. Hog Island, Inc. and SEA constitute public utilities as defined in R.I.G.L. §39-1-2, and accordingly are subject to regulation.
5. Jurisdiction is appropriately vested with the Public Utilities Commission pursuant to the provisions of Title 39, Chapter 1, *et seq.* of the Rhode Island General Laws, as well as pursuant to R.I.G.L. Sec. 42-35-8.
6. Respondent, Hog Island, Inc. is the owner of real property located on Hog Island, and was incorporated in 1929 for the purpose of acquiring, holding, using, managing, selling, conveying, leasing, mortgaging, pledging or otherwise disposing of and dealing in real estate located on Hog Island.
7. Hog Island, Inc. previously owned all or substantially all of the real estate comprising Hog Island. Since 1929, Hog Island, Inc. has subdivided its property and sold lots of real estate to third parties for the purpose of residential construction. Hog Island, Inc. has sold approximately 153 lots on the northern side of Hog Island and approximately 54 lots on the southern side of Hog Island to third parties.
8. Hog Island, Inc. currently holds title to the remaining portion of Hog Island which comprises approximately 125 acres and is identified as Plat 69, Lot 172

(hereinafter referred to as the “Hog Island Property”) in the Town of Portsmouth, Tax Assessor’s Office.

9. In 1923, a subdivision plan for Paradise Island Park (“1923 Waterman Plan”) was recorded which divided a portion of the south end of Hog Island into 126 rectangular shaped and numbered buildable lots, measuring approximately fifty by one hundred feet. The 1923 Waterman Plan also laid out several roadways identified as South Riverside Drive, Sunset Drive, Mount Hope Ave., Harbor View Ave., Chesawanoc Ave., and Bay View Ave.
10. A deep well (the “Artesian Well”) was drilled sometime in the early part of the twentieth century and is located on the Hog Island Property.
11. All houses built on lots contained in the south plat (aka Paradise Island Park plat) were connected to the Artesian Well by pipes. The service expanded by necessity to each new house that was built.
12. Respondent, Hog Island South End Association, Inc. (“SEA”), a previously unincorporated Rhode Island association, formerly known as the South End Association, was formed in or about 1968 for the purpose of furnishing property owners on the south end of Hog Island with facilities and services including, but not limited to, fresh water.
13. Upon information and belief, SEA was eventually incorporated in June of 2005 as a domestic non-profit corporation.
14. The only requirement of membership in SEA was that the prospective member own property on the south end of Hog Island. Membership in the SEA was not restricted in any way to exclude any owners of property on the south end.

15. SEA's members are the present (and future) homeowners located on the southern half of Hog Island. Each assessed member of SEA (i.e. a member who owns a lot which contains a structure) is entitled to one vote at SEA's annual and special meetings.
16. SEA owns and maintains the equipment that enables members of the SEA to tie into the water supply that flows from the Artesian Well.
17. The consistent practice of the SEA was always to extend water service to all property owners on the south end of Hog Island.
18. On or about July 11, 1986, Simoni purchased real property from Sally B. Appleton located on the southwestern side of Hog Island identified as Plat 69, Lot 175 ("Lot 175") on the Town of Portsmouth's Tax Assessor's Map. Lot 175 consists of three acres of land with a single-family residence serviced by a private well. Lot 175 is not located on the Paradise Island Park plat. (Simoni's predecessor in title to Lot 175 was granted the right to tie into the water system, and a spigot was installed for that purpose, but he declined to do so, and instead installed a private well.)
19. Simoni was a member of SEA since 1986 and paid annual dues, a portion of which was allocated to the maintenance and usage of the Artesian Well and the water system that supplies water to the houses on the south end of Hog Island.
20. On or about December 21, 2001, Night purchased real property from Mary Keskinen located on the southeastern side of Hog Island identified as Plat 69, Lot 17A ("Lot 17A") on the Town of Portsmouth's Tax Assessor's Map and

identified as Lot 86 on Hog Island Plat No. 3 in the Town of Portsmouth's Clerk's Office. Lot 17A is located in the Paradise Island plat.

21. On or about February 14, 2002, Night purchased real property from Maureen A. Fitch located on the southern side of Hog Island identified as Plat 69, Lot 2 ("Lot 2") on the Town of Portsmouth's Tax Assessor's Map and identified as Lot 123 on Hog Island Plat No. 3 in the Town of Portsmouth's Clerk's Office. Lot 2 is located on the Paradise Island plat.
22. Night purchased lots 17A and 2 with the knowledge and/or belief that Hog Island, Inc. and SEA would allow Simoni and Night to tie into the Artesian Well as Hog Island, Inc. and/or SEA had done for all other residences erected on the southern side of Hog Island.
23. Subsequent to Night's purchase, monies were expended to design a residence and to obtain permits and approvals necessary for the construction of a residence on lot 17A. A building permit was not issued because Night was unable to secure fresh water as a result of Hog Island, Inc. and SEA's actions.
24. In order to obtain a building permit for lot 17A, Night was required to provide proof of access to fresh water, as the lot is too small to contain a well and structure under existing zoning regulations.
25. In or about April of 2002, Simoni requested that the SEA provide him with a letter acknowledging his right to tie into the SEA water system.
26. Henry Barney, the then President of SEA, was prepared to grant Simoni's request and notified the SEA members of his intention to grant the request of one the members.

27. The Board of Directors of Hog Island, Inc. allegedly met and decided that it was Hog Island, Inc., and not SEA, that had the authority to authorize new connections to the water system. The Board allegedly decided to decline Simoni and Nights' request to connect to the water supply.
28. Hog Island, Inc. and/or SEA have arbitrarily, capriciously, and without legitimate basis, denied the Petitioners request to connect to the water supply.
29. Lots 17A and 2 are unbuildable unless Petitioners' request to tie into the water supply is granted, as the lots are too small to contain a well and structure under existing zoning regulations.
30. Hog Island, Inc. and the SEA already provide water service to houses on lots adjacent to lots 17A and 2.
31. There are no other available water supplies for Lots 17A and 2.
32. Prior to denying the Petitioners access to the fresh water, Hog Island, Inc. and the SEA had always held themselves out to the public as servicing the water needs of all owners of property on the south end of Hog Island.
33. Simoni was the first owner of property on the south end of Hog Island, in the entire history of Hog Island, to be denied access to the water supply.
34. Hog Island, Inc. and SEA have not articulated any legitimate, non-discriminatory reasons for denying Night and Simoni permission to utilize the water supply.
35. Upon information and belief, subsequent to denying the Petitioner's access to the water supply, Hog Island, Inc. has authorized at least four (4) new connections to third parties while continuing to deny access to Petitioners.

36. In addition, upon information and belief, Hog Island, Inc. has approved connections for an additional six (6) new connections for new houses that are in the planning stages located in the Paradise Island plat.
37. Hog Island, Inc. and SEA have unjustly discriminated against Night and Simoni by depriving them of access to fresh water.
38. As a direct and proximate result of the lack of regulation of Hog Island, Inc. and the SEA as water utilities, Petitioners are being subjected to unfair and discriminatory practices by Hog Island, Inc. and SEA related to the deprivation of access to fresh water.
39. As a direct and proximate result of the lack of regulation of Hog Island, Inc. and the SEA as water utilities, Petitioners have suffered diminution of their property values, loss of use and enjoyment of their real estate, and other economic and personal damages.

COUNT ONE
REQUEST FOR REGULATORY ACTION

40. Petitioners hereby repeat and re-allege paragraphs 1-38 as if fully set forth herein.
41. Hog Island, Inc. and SEA constitute public utilities as defined by R.I.G.L. §39-1-2.
42. It is the expressed public policy of the State of Rhode Island to provide fair regulation of public utilities in order to promote availability of adequate, efficient and economical water supplies to the inhabitants of the state, and to prevent unjust discrimination, undue preferences or advantages from occurring. Every public utility is also required to furnish safe, reasonable and adequate services and facilities. See R.I.G.L. §§39-1-1 and 39-2-1.

43. As a direct and proximate result of the lack of regulation of Hog Island, Inc. and the SEA, said entities have unjustly and unfairly discriminated against Petitioners by depriving them of access to fresh water.

44. As a direct and proximate result of the lack of regulation of Hog Island, Inc. and the SEA as water utilities, Petitioners have suffered diminution of their property values, loss of use and enjoyment of their real estate, and other economic and personal damages.

WHEREFORE, Petitioners request that the Public Utilities Commission investigate the Respondents' unfair and discriminatory practices in depriving Petitioners of access to water, issue appropriate regulatory orders granting Petitioners access to the Artesian Well maintained and controlled by Respondents, and grant such other relief as the Commission deems just and appropriate.

COUNT TWO
DECLARATORY AND INJUNCTIVE RELIEF

44. Petitioners hereby repeat and re-allege paragraphs 1-43 as if fully set forth herein.

45. Pursuant to R.I.G.L. §42-35-8 and Rule 1.10(c) of the Public Utilities Commission Rules of Practice and Procedure, the Public Utilities Commission is authorized and empowered to issue declaratory rulings regarding the applicability of any statutory provision regarding said Commission.

46. R.I.G.L. §39-2-3 prohibits public utilities from giving any undue or unreasonable preference or advantage to any particular person, firm or corporation, and renders the provision of such undue preference or advantage a misdemeanor punishable by a monetary fine.

47. Hog Island, Inc. and the SEA are public utilities that have given an undue preference and advantage to persons other than Petitioners by permitting third parties to have access to the Artesian Well controlled by Hog Island, Inc. and SEA, and depriving Petitioners of access.
48. Hog Island, Inc. and SEA's actions in depriving Petitioners of access to the Artesian Well have been unjust and unfairly discriminatory, in violation of the policy expressed in R.I.G.L. §39-1-1, and in violation of R.I.G.L. §39-2-3.

WHEREFORE, Petitioners request that the Public Utilities Commission issue a declaratory ruling that R.I.G.L. §39-2-3 is applicable to Hog Island, Inc. and the SEA, and that the Respondents have violated R.I.G.L. §39-2-3 by refusing to permit Petitioners access to fresh water. Additionally, Petitioners request that the Public Utilities Commission issue appropriate regulatory orders restraining and enjoining Respondents from depriving Petitioners of access to the Artesian Well, and grant such other relief as the Commission deems just and appropriate.

COUNT THREE
REQUEST FOR EMERGENCY INTERIM RELIEF

49. Petitioners hereby repeat and re-allege paragraphs 1-48 as if fully set forth herein.
50. Pursuant to R.I.G.L. §39-1-32, the Public Utilities Commission is authorized to issue temporary immediate orders when it determines that the failure to act immediately will result in irreparable injury to the public interest, or in interference with the accommodations, convenience and welfare of the people.

51. The Respondents' failure to permit access to fresh water is causing immediate and irreparable harm to the Petitioners in that they are being deprived of the use and enjoyment of their real estate.
52. Respondents' actions are further causing immediate and irreparable harm to the general public in that unregulated entities are being permitted to act in an unreasonable, unjustified, discriminatory and prejudicial manner with respect to the delivery of fresh water to the consuming public.

WHEREFORE, Petitioners request an immediate and temporary order from the Public Utilities Commission granting Petitioners access to the Artesian Well maintained and controlled by Respondents, and grant such other relief as the Commission deems just and appropriate.

Plaintiffs,
By their Attorneys,

SHECHTMAN HALPERIN SAVAGE, LLP

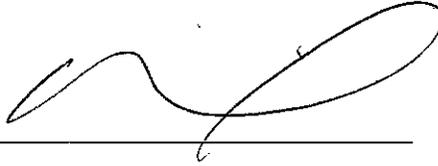


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(401) 272-1400 Telephone
(401) 272-1403 Facsimile

Dated: 11/9/07

CERTIFICATION

I hereby certify that I mailed a true and accurate copy of the within
Complaint/Petition for Relief to Charles Blackman, Esq., counsel for Respondents, 155
South Main Street, Providence, RI 02903, and to Thomas Ahern, Administrator, Division
of Public Utilities and Carriers, 89 Jefferson Blvd., Warwick, RI 02888, on this
9th day of November, 2007.



A handwritten signature in black ink, consisting of a series of loops and curves, positioned above a horizontal line.