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December 15, 2006

Hand-Delivered

Deborah Howland
Executive Director and Secretary
Public Utilities Commission
21 South Fruit Street, Suite 10
Concord, NH 03301

**Re: DW 04-048 - City of Nashua
Our File No. 45866-1**



Dear Ms. Howland:

In accordance with PUC 202.07(a)(1), enclosed please find an original and seven copies of Merrimack Valley Regional Water District's Opening Statement with regard to this matter.

Additionally, pursuant to PUC 202.07(a)(2) and PUC 202.08(a) and (b), please find a computer diskette containing the within document.

Copies of this letter and Opening Statement have been e-mailed to all parties on the attached service list and via first class mail to Claire McHugh.

Very truly yours,

A handwritten signature in cursive script that reads "Stephen J. Judge".

Stephen J. Judge
e-mail: SJudge@wadleighlaw.com

:lll

cc: Service List (attached)

STATE OF NEW HAMPSHIRE
PUBLIC UTILITIES COMMISSION

DW 04-048

City of Nashua
Taking of Pennichuck Water Works, Inc.

**OPENING STATEMENT OF THE
MERRIMACK VALLEY REGIONAL WATER DISTRICT**

NOW COMES the Merrimack Valley Regional Water District (“District”), and submits the following Opening Statement.

The District is pleased to participate as an intervener in this action.

The District was formed as a direct result of Pennichuck’s request to allow Philadelphia Suburban to take over the water system. Recognizing the vital importance of maintaining local ownership of the water system and the distinct possibility that Pennichuck would be put on the market again, a number of local communities entered into a Memorandum of Understanding to form a regional water district. Known as the Regional Water Charter Committee (“Charter Committee”), a number of local communities joined the Charter Committee including:

- Amherst
- Bedford
- Derry
- Hollis
- Hooksett
- Hudson
- Litchfield
- Londonderry
- Merrimack
- Milford
- Nashua
- Pelham
- Pittsfield

- Raymond
- Salem
- Windham

Following numerous public meetings and several public hearings, a Charter was created and approved by the Attorney General and the PUC on or before June 4, 2004. The initial meeting of the District occurred on June 24, 2004 with seven communities as members:

- Amherst
- Bedford
- Litchfield
- Londonderry
- Nashua
- Pelham
- Pittsfield

Since then, Raymond has also become a member of the District.

As described in Article 2 of the Charter, the District's purpose is to provide and assure for the provision of an adequate and sustainable supply of clean potable water at reasonable cost and to advance the conservation and compatible recreational use of the land subject to the District's control.

The District does not have eminent domain authority. In Nashua's Petition in this docket and in testimony filed by Nashua, the City has indicated its intention, upon completion of the acquisition of water system assets and the successful negotiation of a satisfactory regional water district charter, to convey or otherwise transfer such assets to the District. Petition ¶ 16.

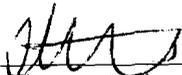
The District's position throughout the proceeding is that the acquisition of Pennichuck Water Works' assets by Nashua is in the public interest.

Respectfully submitted,

Merrimack Valley Regional Water District
By and Through its Attorneys,
Wadleigh, Starr & Peters, P.L.L.C.

Dated: December 15, 2006

By:



Stephen J. Judge, Esq.
95 Market Street
Manchester, NH 03101
(603) 669-4140

CERTIFICATION

I hereby certify that a copy of the foregoing has been forwarded this day electronically to all parties on the service list and via first class mail to Claire McHugh.



Stephen J. Judge, Esq.