ASSIGNED

2nd AMENDED

Serial No. 60164

APPLICATION FOR PERMISSION TO CHANGE POINT OF DIVERSION, MANNER OF USE AND PLACE OF USE OF THE PUBLIC WATERS OF THE STATE OF NEVADA HERETOFORE APPROPRIATED

Date of filing in State Engineer's Office JUN 28 1994

Returned to applicant for correction AUG 30 1994

Corrected application filed ..... Map filed JUN 28 1994

The applicant Sheraton Desert Inn Corporation, a Nevada corporation,
3145 Las Vegas Blvd. South (Street and No. or P.O. Box No.) of Las Vegas (City or Town)
Nevada 89109 (State and Zip Code No.) hereby makes application for permission to change the
point of diversion, manner and place of use (Point of diversion, manner of use, and/or place of use)
of water heretofore appropriated under Permit 25225, Certificate 7786 (Identify existing right by Permit, Certificate, Proof or Claim Nos. If Decreed, give title of Decree and identify right in Decree.)

1. The source of water is an underground source (Las Vegas Artesian Basin) (Name of stream, lake, underground spring or other source.)

2. The amount of water to be changed 0.05 cfs, not to exceed 11.8 mga or 11.8 mga in combination with Permit 25590 (Second feet, acre feet. One second foot equals 448.83 gallons per minute.)

3. The water to be used for Quasi-Municipal (Resort Hotel) (Irrigation, power, mining, industrial, etc. If for stock state number and kind of animals.)

4. The water heretofore permitted for Recreation (golf course irrigation) and domestic (Irrigation, power, mining, industrial, etc. If for stock state number and kind of animals.)

5. The water is to be diverted at the following point SW¼NE¼ Section 16, T21S, R61E, M.D.M., or at a point from which the E¼ corner of said Section 16 bears S84°21'E, a distance of 2,593 feet. (Describe as being within a 40-acre subdivision of public survey and by course and distance to a section corner. If on unsurveyed land, it should be stated.)

6. The existing permitted point of diversion is located within SE¼NE¼, Section 16, T21S, R61E, M.D.B.&M., or at point from which the E¼ corner of said Section 16 bears S44°59'E, a distance of 1,930.0 feet. (If point of diversion is not changed, do not answer.)

7. Proposed place of use 56.6± acres in the NE¼NW¼, the SW¼NW¼, and the SE¼NW¼, Section 16; the SW¼SE¼ and the SE¼SW¼ Section 9, T21S, R61E, M.D.M.; bounded on the West by Las Vegas Blvd., on the South by Sands Ave., on the North by Desert Inn Road, and on the East by the Desert Inn Golf Course. Desert Inn and Desert Kingdom Resort Hotel Sites. (Describe by legal subdivisions. If for irrigation state number of acres to be irrigated.)

8. Existing place of use 34.4 acres in the NW¼NE¼, Section 16, T21S, R61E, M.D.B. & M.; 28.1 acres in the SW¼NE¼, Section 16, T21S, R61E, M.D.B. & M.; 26.7 acres in the SE¼NE¼, Section 16, T21S, R61E, M.D.B. & M.; and 31.9 acres in the NE¼NE¼, Section 16, T21S, R61E, M.D.B. &M. (Describe by legal subdivisions. If permit is for irrigation, state number of acres irrigated. If changing place of use and/or manner of use of irrigation permit, describe acreage to be removed from irrigation.)

9. Use will be from January 1st (Month and Day) to December 31st (Month and Day) of each year.

10. Use was permitted from January 1st (Month and Day) to December 31st (Month and Day) of each year.

11. Description of proposed works. (Under the provisions of NRS 535.010 you may be required to submit plans and specifications of your diversion or storage works.) New well proposed at 350 gpm, approximately 500 feet deep and distribution piping to resort hotel sites. (State manner in which water is to be diverted, i.e. diversion structure, ditches, pipes and flumes, or drilled well, etc.)

12. Estimated cost of works $100,000

13. Estimated time required to construct works Two months for well and twelve months to complete distribution system.

14. Estimated time required to complete the application of water to beneficial use July 1996

15. Remarks: For use other than irrigation or stock watering, state number and type of units to be served or annual consumptive use: Refer to the map on file in Permit No. 24558 showing the existing POD and POU. Use for outdoor water features, swimming pools and landscape irrigation for Desert Inn and Desert Kingdom. Estimated use on 56.6 acre place of use, 8.93 acres landscaping at 3.5 ac-ft/ac, 1.34 acres swimming pools at 7 ac-ft/ac, and 3.5 acres of water features at 9.5 ac-ft/acre. Supply to be supplemented by other wells (i.e.: Permit 13393), gray water from hotel rooms (if feasible), reclaimed water from cooling towers (if feasible), and Las Vegas Valley Water District water.

By s/ Carl D. Savely, Esq.
300 S. Fourth Street, Suite 1700
Las Vegas, Nevada 89101

Compared do/jy jr/bk

Protested

APPROVAL
OF STATE ENGINEER

This is to certify that I have examined the foregoing application, and do hereby grant the same, subject to the following limitations and conditions:

This permit to change the point of diversion, place and manner of use of the waters of an underground source as heretofore granted under Permit 25225, Certificate 7786 is issued subject to the terms and conditions imposed in said Permit 25225, Certificate 7786 and with the understanding that no other rights on the source will be affected by the change proposed herein. The well shall be equipped with a 2-inch opening and a totalizing meter must be installed and maintained in the discharge pipeline near the point of diversion and accurate measurements must be kept of water placed to beneficial use. The totalizing meter must be installed before any use of the water begins or before the proof of completion of work is filed. If the well is flowing, a valve must be installed and maintained to prevent waste. This source is located within an area designated by the State Engineer pursuant to NRS 534.030. The State retains the right to regulate the use of the water herein granted at any and all times.

This permit does not extend the permittee the right of ingress and egress on public, private or corporate lands.

The total combined duty of water under Permits 60164 and 60165 shall not exceed 11.8 million gallons annually.

The issuance of this permit does not waive the requirements that the permit holder obtain other permits from State, Federal and local agencies.

Monthly records shall be kept of the amount of water pumped from this well and the records submitted to the State Engineer on a quarterly basis within 15 days after the end of each calendar quarter.

The amount of water to be changed shall be limited to the amount which can be applied to beneficial use, and not to exceed 0.05 cubic feet per second, but not to exceed 11.8 million gallons annually.

Work must be prosecuted with reasonable diligence and be completed on or before April 28, 1996

Proof of completion of work shall be filed before May 28, 1996

Application of water to beneficial use shall be made on or before April 28, 1998

Proof of the application of water to beneficial use shall be filed on or before May 28, 1998

Map in support of proof of beneficial use shall be filed on or before N/A

Completion of work filed NOV 0 6 1998

Proof of beneficial use filed DEC 3 0 1999

Cultural map filed

Certificate No. 15447 Issued JUN 1 4 2000

IN TESTIMONY WHEREOF, I, R. MICHAEL TURNIPSEED, P.E., State Engineer of Nevada, have hereunto set my hand and the seal of my office, this 28th day of April, A.D. 19 95

R. Michael Turnipseed P.E.
State Engineer

(O)-1108 (Rev. 6-81)