NO. 67534

2nd AMENDED
APPLICATION FOR PERMIT TO APPROPRIATE THE PUBLIC WATERS OF THE STATE OF NEVADA

Date of filing in State Engineer's Office **MAY 16 2001**

Returned to applicant for correction **JUN 12 2001**

Corrected application filed **AUG 13 2001**

Map filed **AUG 13 2001 UNDER 67528**

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The applicant **SILVER HILL ENERGY ASSOCIATES, LLC** hereby makes application for permission to appropriate the public waters of the State of Nevada, as hereinafter stated.

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1. The source of the proposed appropriation is **underground**

2. The amount of water applied for is **5.0** second feet.

   (a) If stored in reservoir give number of acre-feet

3. The water to be used for **industrial (power generation)**

4. If use is for:

   (a) Irrigation, state number of acres to be irrigated

   (b) Stockwater, state number and kind of animals to be watered

   (c) Other use (describe fully under No. 12. "Remarks")

   (d) Power:
      (1) Horsepower developed
      (2) Point of return of water to stream

5. The water is to be diverted from its source at the following point **SW¼ SW¼ Sec. 32, T28N, R32E, M.D.M.; or at a point from which the SE corner of Sec. 18, T27N, R32E, M.D.M., bears S 03° 51' 02" W a distance of 14,940 feet.**

6. Place of Use **See "Exhibit A"**

7. Use will begin about **January 1** and end about **December 31** of each year.

8. Description of proposed works **Drilled, cased well with electrical pump and distribution system to place of use**

9. Estimated cost of works **$175,000**

10. Estimated time required to construct works **four years**

11. Estimated time required to complete the application of water to beneficial use **seven years**

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12. Remarks: **Annual consumptive use of all of applicant's applications in aggregate not to exceed 27,000 acre-feet for use at coal-fired power generation facility.**

By s/ Ross E. de Lipkau
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Compared cm/cmf

Protested 8/10/01 by Pershing County Water Conservation District;

WITHDRAWN BY APPLICANT SEP 27 2001

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STATE ENGINEER

EXHIBIT A

to

Amended Applications 67528 through 67587

Proposed Place of Use

Section 29: All

Section 32: N½, W½ SW¼, NE¼ SE¼ and a portion of the SE¼ SE¼

Section 33: W½ NW¼, NE¼ NW¼, portions of the SE¼ NW¼, NW¼ NE¼, SW¼ NE¼, NW¼ SW¼, SW¼ SW¼ and NE¼ SW¼

T 28 N, R 32 E, M.D.M.