No. 67570

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 kinds 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 **SE¼ NE¼ Sec. 32, T27N, R31E, M.D.M.; or at a point from which the NE corner of Sec. 25, T27N, R31E, M.D.M., bears N 71°08'35" E a distance of 23,348 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 cmf/cam

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

WITHDRAWN BY APPLICANT SEP 27 2001 **********

P.E. 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.