

THE STATE OF NEVADA
PERMIT TO APPROPRIATE WATER

Name of Permittee: 3F, LLC
Source: GRIMES FLAT WELL (UNDERGROUND)
Basin: KOBEH VALLEY
Manner of Use: STOCKWATERING
Period of Use: JANUARY 1ST TO DECEMBER 31ST
Priority Date: 08/10/2011

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 is issued subject to all existing rights on the source. It is understood that the amount of water herein granted is only a temporary allowance and that the final water right obtained under this permit will be dependent upon the period of use and the average number of livestock served from the waters of this source. It is further understood that this right must allow for a reasonable lowering of the static water level at permittee's well due to any other ground water development in the area. The well shall be equipped with a 2-inch opening for measuring depth to water. If well is flowing, a valve must be installed and maintained to prevent waste. The State retains the right to regulate the use of the water herein granted at any and all times but does not take responsibility for the use of the Federal range.

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 81052 and 81053 shall not exceed 17.45 acre-feet annually, or sufficient to water 750 cows and 29 horses.

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

The point of diversion and place of use are as described on the submitted application to support this permit.

(Continued on Page 2)

The amount of water to be appropriated shall be limited to the amount which can be applied to beneficial use, **and not to exceed 0.0241 cubic feet per second or sufficient to water 750 cows and 29 horses, but not to exceed 17.45 acre-feet annually.**

Work must be prosecuted with reasonable diligence and proof of completion of work shall be filed on or before:

January 20 2013

Water must be placed to beneficial use and proof of the application of water to beneficial use shall be filed on or before:

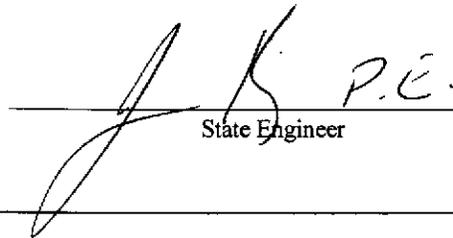
January 20 2015

Map in support of proof of beneficial use shall be filed on or before:

N/A

IN TESTIMONY WHEREOF, I, JASON KING, P.E.,

State Engineer of Nevada, have hereunto set my hand and the seal of my office, this 20th day of **January, 2012**



State Engineer

Completion of work filed _____

Proof of beneficial use filed _____

Cultural map filed _____

Certificate No. _____ Issued _____

APPLICATION FOR PERMIT TO APPROPRIATE THE PUBLIC WATERS OF THE STATE OF NEVADA

THIS SPACE FOR OFFICE USE ONLY

Date of Filing in State Engineer's Office AUG 10 2011

Returned to applicant for correction _____

Corrected Application filed _____ Map filed APR 1 1982 under 44748

The applicant 3F, LLC
P.O. Box 943 351 So. Main of Eureka
Street Address or P.O. Box City or Town
Nevada 89316 hereby make(s) application for permission to appropriate the
State and ZIP Code

public waters of the State of Nevada, as hereinafter stated. (If applicant is a corporation, give date and place of incorporation; if a copartnership or association, give names of members.)

*3F, LLC a nevada limited liability company
 Russell N. Fitzwater - managing member
 David L. Fitzwater - managing member*

1. The source of water is Grimes Flat Well an underground source
Name of the stream, lake, underground, spring or other sources.

2. The amount of water applied for is ~~23~~ C.F.S. ~~or 724 gpm~~ One second foot equals 448.83 gallons per minute.
0.0241 cfs

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

3. The water is to be used for Stockwatering
Irrigation, power, mining, commercial, domestic or other use. Must be limited to one major use.

4. If use is for:

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

(b) Stockwater, state number and kind of animals 750 head of cows and 29 horses

(c) Other use (describe fully in No. 12) ~~irrigation various wildlife~~

(d) Power:

(1) Horsepower developed _____

(2) Point of return of water to stream _____

*17.45 HP
 .0241 cfs*

RECEIVED
 2011 AUG 10 1
 STATE ENGINEER

*SEM 8/12/2011
 PER PHOLES
 CALL*

5. The water is to be diverted from its source at the following point: (Describe as being within a 40-acre subdivision of public survey, and by course and distance to a found section corner. If on unsurveyed land, it should be so stated.)

NW 1/4 SW 1/4 Sec. 9 T. 18N. R. 48E.
See map for certificate # 11342
or at a point from which the NW Corner of said Sec. 9
bears N. 04° 12' 55" W. a distance of 2,845.7 feet

6. Place of use: (Describe by legal subdivision. If on unsurveyed land, it should be so stated)

Immediate area of well - see map for certificate # 11342
located within the NW 1/4 SW 1/4 Sec 9 T. 18N. R 48E

7. Use will begin about 1/1 and end about 12/31 of each year.
Month and Day Month and Day

8. 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.) (State manner in which water is to be diverted, i.e. diversion structure, ditches and flumes, drilled well with a pump and motor, etc.) 6ft well steel casing 245ft deep - water pumped to 10,000 gallon tank, pump float box, and 3 connected troughs.

9. Estimated cost of works: \$15,000

10. Estimated time required to construct works: currently complete
(If the well is complete, describe works.)

11. Estimated time required to complete the application of water to beneficial use: _____

12. Provide a detailed description of the proposed project and its water usage (use attachments if necessary): (Failure to provide a detailed description may cause a delay in processing.) Water is pumped with a 1 horse power electric submersible pump motor. Water travels in a 1 1/4 inch PVC pipe into a 10,000 gallon storage tank (steel) thru 3 1/2 ft of pipe. Storage tank NW of well 3 ft. - PVC (1 1/4 inch) carries water 75 ft due west from the well, enters a float box and fills troughs immediately until full. (3 connected troughs with 700 gallon capacity)

13. Miscellaneous remarks:

russ-fitzwater@leavitt.com
E-mail Address
435-590-0350
Phone No. Ext.

Russell N. Fitzwater
Type or print name clearly
Russell N. Fitzwater
Signature, applicant or agent
3 FLL

Company Name
PO Box 943 351 So. Main
Street Address or PO Box
Eureka NV 89316
City, State, ZIP Code

APPLICATION MUST BE SIGNED
BY THE APPLICANT OR AGENT