



THE STATE OF NEVADA

PERMIT TO CHANGE THE PUBLIC WATERS OF THE STATE OF NEVADA HERETOFORE APPROPRIATED

Name of Permittee: CAESARS LINQ LLC;
 FLAMINGO LAS VEGAS OPERATING COMPANY, LLC
Source: UNDERGROUND
Basin: LAS VEGAS VALLEY
Manner of Use: COMMERCIAL
Period of Use: JANUARY 1ST THROUGH DECEMBER 31ST
Priority Date: 05/20/1946

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 place of use of the waters of an underground source as heretofore granted under Permit 64124, Certificate 18041, is issued subject to the terms and conditions imposed in said Permit 64124, Certificate 18041 and with the understanding that no other rights on the source will be affected by the change proposed herein. This well shall be equipped with a two (2) inch opening for measuring depth to water. 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 Permit 11520, Certificate 3575; Permits 83045, 83046 and 83047, being fully supplemental with a commingled place of use, shall not exceed 300.00 acre-feet annually.

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

If any water under this permit is cancelled or any water is not put to beneficial use, it will revert to the groundwater source and not back to the base water right.

This permit is issued for commercial purposes within the described place of use, which is further described by Clark County Assessor APN's 162-16-301-007, 162-16-401-004 thru 009, 162-16-410-034, 162-16-410-035, 162-16-410-042 thru 048, 162-16-410-060 thru 091, 162-16-412-002 and 162-16-412-004.

(Continued on Page 2)

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

The amount of water to be appropriated shall be limited to the amount which can be applied to beneficial use, **and not to exceed 0.2 cubic feet per second or 144.79 acre-feet annually.**

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

October 10 2015

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

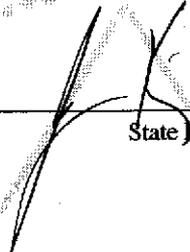
October 10 2017

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

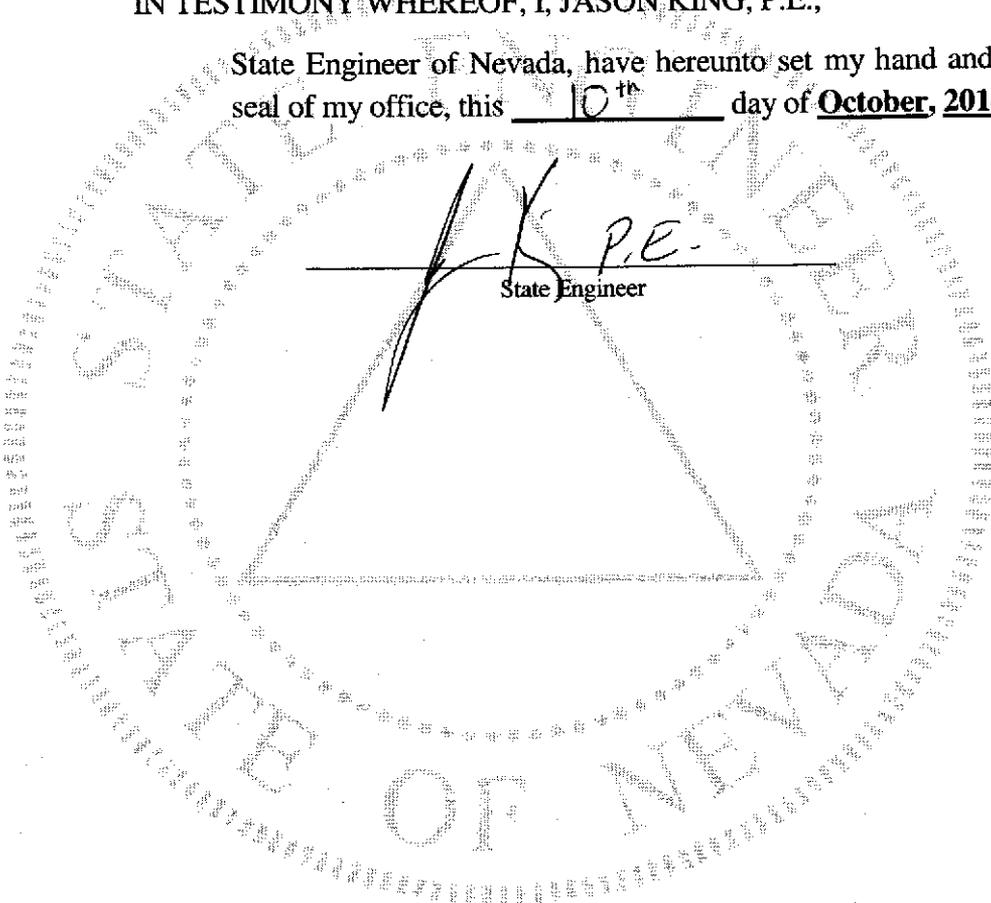
N/A

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

State Engineer of Nevada, have hereunto set my hand and the seal of my office, this 10th day of October, 2014



P.E.
State Engineer



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

THIS SPACE FOR OFFICE USE ONLY
Date of filing in State Engineer's Office AUG 26 2013
Returned to applicant for correction _____
Corrected application filed _____ Map filed Aug 26 2013 under 83045

The applicant Flamingo Las Vegas Propco, LLC (113.419 afa); Caesars Linq, LLC (31.371 afa)
One Caesars Palace Drive, Attn: Legal Department of Las Vegas
Street Address or PO Box City or Town
Las Vegas 89109 State and ZIP Code
hereby make(s) application for permission to change the

Point of diversion Place of use Manner of use of a portion
of water heretofore appropriated under (Identify existing rights by Permit, Certificate, Proof or Claim Nos. If Decreed, give title of Decree and identify right in Decree.)
Permit 64124 (Cert 18041)

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1. The source of water is underground
Name of stream, lake, underground, spring or other sources.
2. The amount of water to be changed 0.20 cfs; 144.79 afa
Second feet, acre-feet. One second foot equals 448.83 gallons per minute.
3. The water to be used for Commercial (General Hotel Supply and Domestic)
Irrigation, power, mining, commercial, etc. If for stock, state number and kind of animals. Must limit to one major use
4. The water heretofore used for ^{of} ~~Commercial~~ Commercial (General Hotel Supply and Domestic)
If for stock, state number and kind of animals.
5. The water is to be diverted 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 stated.)
Within the SW1/4 SW1/4 Section 16, T.21S., R.61E., M.D.B.&M., or at a point from which the SW corner of said Section 16 bears S. 53°00'00" W., a distance of 1,470.0 feet.
6. The existing point of diversion is located within (If point of diversion is not changed, do not answer.)
NA

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13-212
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7. Proposed place of use (Describe by legal subdivisions. If for irrigation, state number of acres to be irrigated.)

Within portions of the S1/2 SW1/4 of Section 16, T. 21 S., R. 61 E., M.D.B.&M., being further described as Assessor's Parcel Numbers 162-16-412-004, 162-16-412-002, 162-16-401-004, 162-16-401-005, 162-16-401-006, 162-16-401-008 and 162-16-401-009 Clark County, Nevada.

8. Existing place of use (Describe by legal subdivisions. If changing place of use and/or manner of use of irrigation permit, describe acreage to be removed from irrigation.)

Within a portion of the SW1/4 SW1/4 of Section 16, Section 16, T. 21 S., R. 61 E., M.D.B.&M., being further described as Assessor's Parcel Numbers 162-16-412-004, 162-16-412-002, 162-16-401-004, 162-16-401-005 and 162-16-401-006 Clark County, Nevada.

9. Proposed use will be from January 1 to December 31 of each year.
Month and Day Month and Day

10. Existing use permitted from January 1 to December 31 of each year.
Month and Day Month and Day

11. Description of proposed works. (Under the provision 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, pipes and flumes or drilled well, pump and motor, etc.)

Existing well, pipes and appurtenances.

12. Estimated cost of works \$50,000

13. Estimated time required to construct works existing well; well log no. 73608

If well completed, describe well.

14. Estimated time required to complete the application of water to beneficial use Five (5) years

15. 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 to be used in connection with an expansion of the hotel commercial development.

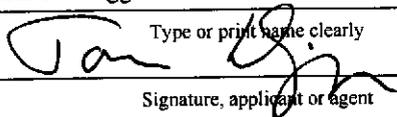
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16. Miscellaneous remarks:

This Application is being filed together with changes from Permits 11520 (portion) and 64125. Total combined duty (TCD) between Permits 11520, 64124, and 64125 is 300 afa. Caesar Linq's portion of TCD is 65 afa. Applicants request that Permit 82208T please be withdrawn upon issuance of a permit hereunder.

tdriggs@nevadafirm.com
E-mail Address
(702) 791-0308
Phone No.

APPLICATION MUST BE SIGNED
BY THE APPLICANT OR AGENT

Thomas D. Driggs
Type or print name clearly

Signature, applicant or agent
Cotton, Driggs, Walch et al.
Company Name
400 S. Fourth St., 3rd Floor
Street Address or PO Box
Las Vegas, NV 89101
City, State, ZIP Code