Permit No. 85168T

TEMPORARY

THE STATE OF NEVADA

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

Name of Permittee:	**TONOPAH SOLAR ENERGY, LLC**
Source:	**UNDERGROUND**
Basin:	**BIG SMOKY VALLEY-TONOPAH FLAT**
Manner of Use:	**CONSTRUCTION**
Period of Use:	**EXPIRES NOVEMBER 1, 2015**
Priority Date:	**01/31/1977**

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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 temporary permit, to change the place and manner of use of a portion of the waters of an underground source as heretofore granted under Permit 79606, is issued subject to the terms and conditions imposed in said Permit 79606 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 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. 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 temporary permit is issued pursuant to the provisions of NRS 533.345 Section 2 and will expire on November 1, 2015, after the approval of the permit at which time all rights herein granted shall revert to the right being changed by this temporary permit.

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

The issuance of this temporary 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 0.067 cubic feet per second or 20.0 acre-feet annually.**

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

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

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 28th day of **May, 2015**

P.E.

State Engineer

TEMPORARY Application No. 85168 T

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 MAY 14 2015

Returned to applicant for correction

Corrected application filed Map filed Jun 28 2010 under 79605

The applicant Tonopah Solar Energy, LLC

2425 Olympic Blvd. # 500 East (Street Address or PO Box) of Santa Monica, (City or Town)

California 90404 (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 79606

1. The source of water is Underground - Well
   Name of stream, lake, underground, spring or other sources.

2. The amount of water to be changed 0.067 cfs (20 AF) Prorata AFA = 21.52
   Second feet, acre-feet. One second foot equals 448.83 gallons per minute.

3. The water to be used for Road Construction & Repair
   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 Industrial Cooling
   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.)
   SE 1/4 SW 1/4 Section 34, T. 5 N., R. 41 E. M.D.B. & M. or at a point from which the NW corner of said section 34 bears N. 17 degrees 35.874' W a distance of 5205.4 feet

6. The existing point of diversion is located within (If point of diversion is not changed, do not answer.)
   No Change

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

Portions of Sections 18 & 19 T. 3 N., R. 42 E.; Sections 1, 12 &13 T. 3 N., R. 41 E.; Sections 4, 9, 10, 15, 22, 23, 26, 35, & 36 T.4 N., R. 41 E.; Sections 20, 29, 32, & 33 T.5 N., R. 41 E. All M. D. B. & M. (Pole Line Road and Easement)

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.)

Portions of Sections 33, 34 & 35 T. 5 N., R. 41 E., and Portions of Sections 2, 3 & 4 T. 4 N., R. 41 E. all MDB & M

9. Proposed use will be from July 1, 2015 (Month and Day) to November 1, 2015 (Month and Day) of each year.

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

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 16" well 510 feet deep, and common storage tank Riser to fill water trucks

12. Estimated cost of works $10,000

13. Estimated time required to construct works 5 Months

If well completed, describe well.

14. Estimated time required to complete the application of water to beneficial use 1 Month

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 will be used to reconstruct the pole line road after heavy use during construction of the solar plant.

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16. Miscellaneous remarks:

David G. Hillis, Jr., P.E., W.R.S. [Agent]

Type or print name clearly

David G. Hillis, Jr. P.E.

Signature, applicant or agent

david@turnipseedengineering.com

E-mail Address

775-885-2101

Phone No. Ext.

Turnipseed Engineering, Ltd

Company Name

4621 Gentry Lane

Street Address or PO Box

Carson City, NV 89701

City, State, ZIP Code

APPLICATION MUST BE SIGNED BY THE APPLICANT OR AGENT

Revised 07/13 $180 FILING FEE AND SUPPORTING MAP MUST ACCOMPANY APPLICATION