

THE STATE OF NEVADA**CERTIFICATE OF APPROPRIATION OF WATER**

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WHEREAS, Kim Grange, Agent, has presented to the State Engineer of the State of Nevada Proof of Application of Water to Beneficial Use, from an underground source, through a drilled well, pump and distribution system for quasi-municipal and domestic (Venetian Casino Resort) purposes. The point of diversion of water from the source is as follows:

NE¼ SW¼ Section 16, T.21S., R.61E., M.D.B.&M., or at a point from which the C¼ corner of said Section 16, bears N. 52°03'23" E., a distance of 1,174.68 feet situated in Clark County, State of Nevada.

NOW KNOW YE, That the State Engineer, under the provisions of NRS 533.425, has determined the date, source, purpose, amount of appropriation, and the place where such water is appurtenant, as follows:

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| Name of appropriator: | Las Vegas Sands, Inc. |
| Source: | Underground |
| Manner of Use: | Quasi-Municipal and Domestic (Venetian Casino Resort) |
| Amount of appropriation: | *0.031 c.f.s., but not to exceed 22.44 acre-feet annually |
| Period of use: | January 1st to December 31st of each year |
| Date of priority of appropriation: | **November 1, 1945 |

Description of the works of diversion, manner and place of use:

Water is developed by means of a drilled well, 936 feet deep, 16-inch diameter casing, equipped with a 60 H.P. GE motor and 7-stage IE Engineering submersible pump, thence through a distribution system for quasi-municipal purposes including landscape irrigation, interior and exterior water features, swimming pools and/or cooling towers at the Venetian Casino Resort located within portions of the S¼ NW¼, N¼ SW¼ Section 16, T.21S., R.61E., M.D.B.&M.

*The total combined rate of diversion and duty of water under this Certificate and Permits 64582, Certificate 16607; 64583, Certificate 16608; 64584, Certificate 16609; 64585, Certificate 16610; 64586, Certificate 16611; 64588, Certificate 16613; 64589, Certificate 16614 and 64590, Certificate 16615 shall not exceed 1.114 cfs and 454.93 acre-feet annually, respectively.

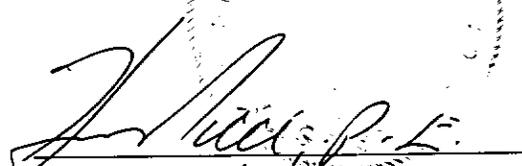
**This certificate changes the point of diversion and place of use of Permit 23904, Certificate 7954, which changed the point of diversion and place of use of Permit 11414, Certificate 3424; therefore, the date of priority remains the same as Permit 11414, Certificate 3424.

This certificate is issued subject to the terms of the permit.

The right to water hereby determined is limited to the amount which can be beneficially used, not to exceed the amount above specified, and the use is restricted to the place and for the purpose as set forth herein.

IN TESTIMONY WHEREOF, I, **HUGH RICCI P.E.**, State Engineer of Nevada, have hereunto set my hand and the seal of my office, this

23rd day of December, A.D., 2005.


State Engineer