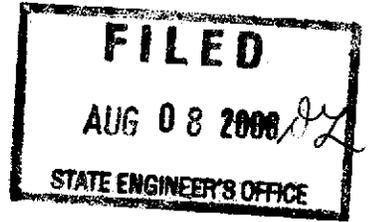


IN THE OFFICE OF THE STATE ENGINEER OF THE STATE OF NEVADA

IN THE MATTER OF APPLICATION NUMBER 77051
FILED BY Gil Steelhead, LLC
ON May 14, 2008, TO APPROPRIATE THE
WATERS OF underground source Basin 164A



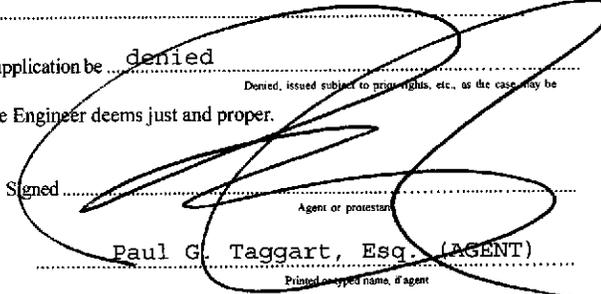
PROTEST



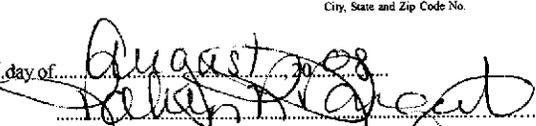
Comes now the Las Vegas Valley Water District
Printed or typed name of protestant
whose post office address is 1001 S. Valley View Blvd., Las Vegas, NV 89153
Street No. Or P.O. Box, City, State and Zip Code.
whose occupation is municipal water purveyor and protests the granting
of Application Number 77051, filed on May 14, 2008
by Gil Steelhead, LLC to appropriate the
waters of underground situated in Clark
Underground or name of stream, lake, spring or other source
County, State of Nevada, for the following reasons and on the following grounds, to wit:

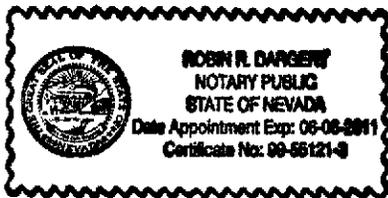
See Attachment A

THEREFORE the Protestant requests that the application be denied
Denied, issued subject to provisions, etc., as the case may be
and that an order be entered for such relief as the State Engineer deems just and proper.

Signed 
Agent or protestant
Paul G. Taggart, Esq. (AGENT)
Printed or typed name, if agent

Address 108 North Minnesota Street
Street No. or P.O. Box No.
Carson City, NV 89703
City, State and Zip Code No.

Subscribed and sworn to before me this 8th day of August, 2008

Notary Public
State of Nevada
County of Carson City



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2008 AUG - 8 PM 2: 10
STATE ENGINEER'S OFFICE

\$25 FILING FEE MUST ACCOMPANY PROTEST. PROTEST MUST BE FILED IN DUPLICATE.
ALL COPIES MUST CONTAIN ORIGINAL SIGNATURE.

Handwritten initials

Attachment A

Las Vegas Valley Water District Protest to Application No. 77051

This water right application should be denied based on the following grounds:

1. No unappropriated water exists. Basin No. 164A (Ivanpah Valley-North Part) is already over-appropriated.
2. Given the water quality issues in and around the area of Jean, Clark County, Nevada, granting this application would lead to further degradation of water quality.
3. Granting this application would adversely affect the existing rights of the Las Vegas Valley Water District
4. Given that Basin No. 164A is already overappropriated, granting this application would threaten to prove detrimental to the public interest.