THE STATE OF NEVADA

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

Name of Permittee: HHH INVESTMENTS, LLC, HAFEN FAMILY LIMITED PARTNERSHIP, GREGORY T. AND SUZANNE B. HAFEN 1989 LIVING TRUST DATED JULY 7, 1989 AND VICKI A. HAFEN TRUST DATED JULY 2, 1990

Source: UNDERGROUND

Basin: PAHRUMP VALLEY

Manner of Use: QUASI-MUNICIPAL

Period of Use: JANUARY 1ST TO DECEMBER 31ST

Priority Date: 01/05/1959

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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 permit to change the place and manner of use of a portion of the waters of an underground source as heretofore granted under Permit 41169, Certificate 13222 is issued subject to the terms and conditions imposed in said Permit 41169, Certificate 13222 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 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 Permits 80281, 80282, 80283, 80284, 80285, 80286, 80287, 80288, 80289, 80290, 80291, 80292, 80293 and 80294, being fully supplemental, shall not exceed 424.644 acre-feet annually.

The total combined duty of water under Permits 26510, 29941, 65105, 65106, 68495, 69248, 69249, 69694, 70408, 70873, 71224, 72108, 73553, 73839, 73840, 74568, 74931, 74932, 74933, 75696, 77990, 77991, 80281, 80282, 80283, 80284, 80285, 80286, 80287, 80288, 80289, 80290, 80291, 80292, 80293, 80294, and 80316, having ownership by Pahrump Utility and Hafen et al. for municipal and quasi-municipal purposes, shall not exceed 6.569 cubic feet per second and 2536.83 acre-feet annually.

(Continued on Page 2)

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.

Any dedication of water from this permit for residential service shall be allocated at the per lot or unit duty prescribed by the State Engineer in the letter dated November 4, 2008. The State Engineer may amend this dedicated allocation based on evidence and supporting data.

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 0.167 cubic feet per second or 73.600 acre-feet annually**.

Work must be prosecuted with reasonable diligence and proof of completion of work shall be filed on or before: **August 4 2012**

Water must be placed to beneficial use and proof of the application of water to beneficial use shall be filed on or before: **August 4 2021**

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 4th day of **August**, A.D. **2011**

P.E.

State Engineer

Completion of work filed _____

Proof of beneficial use filed _____

Cultural map filed _____

Certificate No. _____ Issued _____

Application No. 80290

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 NOV 0 9 2010

Returned to applicant for correction _____

Corrected application filed _____ Map filed FEB 1 4 2006 under 7 3 5 2 7

The applicant See Attachment "A"

_____ of _____
Street Address or PO Box City or Town

_____ hereby make(s) application for permission to change the
State and ZIP Code

☐ 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 41169, Certificate 13222

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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 0.1670 cfs, 73.600 AFA
   Second feet, acre-feet. One second foot equals 448.83 gallons per minute.

3. The water to be used for Quasi-Municipal
   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 Irrigation 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.)
   NE¼SE¼ Section 8, T. 21 S., R. 54 E., M.D.B.&M., or at a point from which the NE corner of said Section 8 bears North 01° 32' East, a distance of 2,705.0 feet (PUCI Well #3) MAP 73527

6. The existing point of diversion is located within (If point of diversion is not changed, do not answer.)

No Change, Same As Above

162-44

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

All of Sections 12, 13 and 24, T.21S., R.53E., M.D.B.&M.; S½ Section 3; portion SE¼SE¼ Section 4; portion NW¼NW¼ Section 11, north of State Highway 160; all of Sections 7, 8, 9, 10, 15,16, 17, 18, 19, 20, 21, and 28, T.21S., R.54E., M.D.B.&M. (Please use Sheet 1 of 2 of map filed in support of Applications 75690-96 to support the Proposed Place of Use)

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.)

Portion NW¼SW¼; portion NE¼SW¼; portion SE¼SW¼ Section 16, all in T.21S., R.54E., M.D.B.&M. (Total of 87.345 ac. to be stripped, as described by current Permit 41169 "Summary of Ownership". See supporting map Table "A")

9. Proposed use will be from January 1 (Month and Day) to December 31 (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.)

Well, pump and motor, and municipal distribution system

12. Estimated cost of works in excess of $150,000

13. Estimated time required to construct works well with 12" liner, pump & motor. See POC filed under 72041.
(If well completed, describe well.)

14. Estimated time required to complete the application of water to beneficial use 20 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.)

This application is one of 14 separate applications being filed to change the Place and Manner of Use of portions of supplemental Permits 41157-64, 41167, 41169-72 and 49838 currently under fractional ownership as described under Attachment "A". Use the cultural map filed under Permit ~~49838~~ 73527 to support the Existing and Proposed Point of Diversion.

16. Miscellaneous remarks:

The Item 2 amount of water to be changed, and Item 8 acres to be stripped, are consistent with the current "Summary of Ownership" under base permit, and have been included under this permit based on a determination of affected existing water rights as confirmed by DWR "Validation of Ownership Record" letter dated July 26, 2010.

Brian A. Randall, P.E., Agent
(Type or print name clearly)

brian@rci-nv.com
E-mail Address

(775) 883-1600
Phone No.

Signature, applicant or agent

Resource Concepts, Inc.
Company Name

340 N. Minnesota St.
Street Address or PO Box

Carson City, NV 89703
City, State, ZIP Code

APPLICATION MUST BE SIGNED BY THE APPLICANT OR AGENT

Revised 07/09

$200 FILING FEE AND SUPPORTING MAP MUST ACCOMPANY APPLICATION

Attachment "A" – Applicant

HHH Investments, LLC (83.8391% interest)
5250 Hafen Ranch Road
Pahrump, NV 89061

Hafen Family Limited Partnership (5.8051% interest)
5250 Hafen Ranch Road
Pahrump, NV 89061

Gregory T. & Suzanne B. Hafen 1989 Living Trust dated July 7, 1989 (5.8053% interest)
5250 Hafen Ranch Road
Pahrump, NV 89061

Vicki A. Hafen Trust, dated 7/2/1990 (4.5505% interest)
P. O. Box 90490
Henderson, NV 89009