

FILED FOR RECORD AT REQUEST OF:
JOHN H. HUSTON

WHEN RECORDED RETURN TO:
JOHN H. HUSTON, MANAGING MEMBER
325 EAST FOURTH STREET LLC
6772 RUNNING COLORS AVENUE
LAS VEGAS, NV 89131



**QUITCLAIM DEED
(Water Rights)**

The Grantor, **325 EAST FOURTH STREET LLC**, for and in consideration of Ten Dollars (\$10.00), and other good and valuable consideration, hereby conveys and quitclaims to the Grantee, **CALIENTE LAND COMPANY LLC**, a Nevada limited liability company, the following described water rights situated in the County of Lincoln, State of Nevada, together with all after acquired title of the Grantor therein:

SEE EXHIBIT "A" ATTACHED HERETO, WHICH IS INCORPORATED HEREIN BY THIS REFERENCE.

Dated: November 23rd, 2010

GRANTOR: 325 EAST FOURTH STREET LLC, a Nevada limited liability company

John H. Huston
Managing Member

STATE OF NEVADA)
) ss.
County of Clark)

On this day personally appeared before me John H. Huston, to me known to be the Managing Member, 325 East Fourth Street LLC, a Nevada limited liability company, Grantor, described in and who executed the foregoing instrument, and acknowledged that he signed the same as his free and voluntary act and deed in his capacity for the Grantor for uses and purposes therein mentioned.

GIVEN under my hand and official seal this 23 day of November 2010.

NOTARY PUBLIC in and for the State of Nevada,
Residing at Mosley Manor LV NV
My Commission expires: Dec. 14, 2013

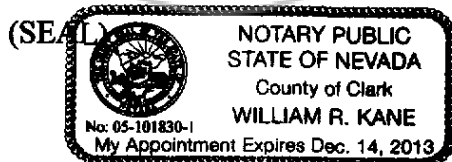




EXHIBIT "A"
(Water Rights)

(This Exhibit "A" is attached to a made a part of that certain "Quitclaim Deed (Water Rights)" dated November ____, 2010 by **325 East Fourth Street LLC**, a Nevada limited liability Company, Grantor, to **Caliente Land Company LLC**, a Nevada limited liability company, Grantee.)

All those certain water rights for irrigation purposes associated with 8.0 cultural acres located in the NW $\frac{1}{4}$ NE $\frac{1}{4}$ of Section 10, Township 5 South, Range 66 East, M.D.B.&M., being 40.0 acre-feet per year of duty of Proof #01704, Records of the Division of Water Resources, Office of the State Engineer, State of Nevada;

EXCEPT AND RESERVING the following described water rights (the "**Excepted and Reserved Water Rights**"):

- (1) All those certain water rights for irrigation purposes associated with 13.0 cultural acres located in the NW $\frac{1}{4}$ NW $\frac{1}{4}$ of Section 2, Township 5 South, Range 66 East, M.D.B.&M., being 65.0 acre-feet per year of the combined duty of Proof #01262 and Proof #01704, Records of the Division of Water Resources, Office of the State Engineer, State of Nevada; and
- (2) All those certain water rights for irrigation purposes associated with 1.2 cultural acres located in the NE $\frac{1}{4}$ NE $\frac{1}{4}$ of Section 3, Township 5 South, Range 66 East, M.D.B.&M., being 6.0 acre-feet per year of duty of Proof #01704, Records of the Division of Water Resources, Office of the State Engineer, State of Nevada; and
- (3) All those certain water rights for irrigation purposes associated with 15.6 cultural acres located in the SE $\frac{1}{4}$ NE $\frac{1}{4}$ of Section 3, Township 5 South, Range 66 East, M.D.B.&M., being 78.0 acre-feet per year of the combined duty of Proof #01262 and Proof #01704, Records of the Division of Water Resources, Office of the State Engineer, State of Nevada; and
- (4) All those certain water rights for irrigation purposes associated with 15.0 cultural acres located in the NW $\frac{1}{4}$ SE $\frac{1}{4}$ of Section 3, Township 5 South, Range 66 East, M.D.B.&M., being 75.0 acre-feet per year of duty of Proof #01704, Records of the Division of Water Resources, Office of the State Engineer, State of Nevada; and
- (5) All those certain water rights for irrigation purposes associated with 3.6 cultural acres located in the NE $\frac{1}{4}$ SE $\frac{1}{4}$ of Section 3, Township 5 South, Range 66 East, M.D.B.&M., being 18.0 acre-feet per year of the combined duty of Proof #01262 and Proof #01704, Records of the Division of Water Resources, Office of the State Engineer, State of Nevada; and
- (6) All those certain water rights for irrigation purposes associated with 10.4 cultural acres located in the SW $\frac{1}{4}$ SE $\frac{1}{4}$ of Section 3, Township 5 South, Range 66 East, M.D.B.&M., being 52.0 acre-feet per year of combined duty of Proof #01704 and of Proof #01262, Records of the Division of Water Resources, Office of the State Engineer, State of Nevada; and
- (7) All those certain water rights for irrigation purposes associated with 3.2 cultural acres located in the NW $\frac{1}{4}$ NE $\frac{1}{4}$ of Section 10, Township 5 South, Range 66 East, M.D.B.&M., being 16.0 acre-feet per year of duty of Proof #01704, Records of the Division of Water Resources, Office of the State Engineer, State of Nevada; and



(8) An undivided 37.09% undivided interest in and to 334.5 acre-feet per year (124.07 acre-feet per year) of Permit #45945, limited to use as stated therein, issued by the Division of Water Resources, Office of the State Engineer, State of Nevada.

INCLUDING non-exclusive rights, easements and rights-of-way necessary and convenient to divert and use beneficially all the Water Rights for irrigation and cropping of certain land located in Lincoln County, Nevada the Land; and

INCLUDING a non-exclusive easement and right-of-way in, over, and across any and all existing ditches, flumes, and distribution boxes (collectively "irrigation structures") necessary and convenient to the access to, operation, maintenance, replacement and repair of all such irrigation structures in order that all the lands irrigated or entitled to be irrigated pursuant to Proof #01704 and Permit #45945, records of the Division of Water Resources, Office of the State Engineer, State of Nevada, may be fully irrigated in keeping with historic priorities and irrigation practices; and

EXCEPT AND RESERVING the rights, easements and rights-of-way necessary and convenient to divert and use beneficially all the Excepted and Reserved Water Rights for irrigation and cropping of certain land located in Lincoln County, Nevada; and

EXCEPT AND RESERVING a non-exclusive easement and right-of-way in, over, and across any and all irrigation structures necessary and convenient to the access to, operation, maintenance, replacement and repair of all such irrigation structures in order that all the lands irrigated or entitled to be irrigated pursuant to Proof #01262, Proof#01704 and Permit #45945, records of the Division of Water Resources, Office of the State Engineer, State of Nevada, may be fully irrigated in keeping with historic priorities and irrigation practices.

STATE OF NEVADA
DECLARATION OF VALUE

Recording requested By
JOHN H. HUSTON

Lincoln County - NV
Leslie Boucher - Recorder

Page 1 of 1 Fee: \$41.00
Recorded By: AE RPTT:
Book- 260 Page- 0276

- 1. Assessors Parcel Number(s)
 - a) _____
 - b) _____
 - c) _____
 - d) _____

- 2. Type of Property:
 - a) Vacant Land b) Single Fam. Res.
 - c) Condo/Twnhse d) 2-4 Plex
 - e) Apt. Bldg f) Comm'/Ind'l
 - g) Agricultural h) Mobile Home
 - i) Other WATER RIGHTS

FOR RECORDERS OPTIONAL USE ONLY
 DOCUMENT/INSTRUMENT #: _____
 BOOK _____ PAGE _____
 DATE OF RECORDING: _____
 NOTES: Caliente Land Co. Operating Agreement on file

- 3. Total Value/Sales Price of Property: \$ _____
 Deed in Lieu of Foreclosure Only (value of property) (_____
 Transfer Tax Value: \$ _____
 Real Property Transfer Tax Due: \$ _____

- 4. If Exemption Claimed:
 - a. Transfer Tax Exemption per NRS 375.090, Section # 9
 - b. Explain Reason for Exemption: Grantor owns 100% of and is the sole member of Grantor.

- 5. Partial Interest: Percentage being transferred: _____ %

The undersigned declares and acknowledges, under penalty of perjury, pursuant to NRS 375.060 and NRS 375.110, that the information provided is correct to the best of their information and belief, and can be supported by documentation if called upon to substantiate the information provided herein. Furthermore, the parties agree that disallowance of any claimed exemption, or other determination of additional tax due, may result in a penalty of 10% of the tax due plus interest at 1% per month.

Pursuant to NRS 375.030, the Buyer and Seller shall be jointly and severally liable for any additional amount owed.

Signature [Signature] Capacity Managing Member
 Signature _____ Capacity _____

SELLER (GRANTOR) INFORMATION (REQUIRED)

Print Name: 325 EAST FOURTH STREET LLC
 Address: 6772 RUNNING COLORS AVE
 City: LAS VEGAS
 State: NV Zip: 89131

BUYER (GRANTEE) INFORMATION (REQUIRED)

Print Name: CALIENTE LAND COMPANY LLC
 Address: 6772 RUNNING COLORS AVE
 City: LAS VEGAS
 State: NV Zip: 89131

COMPANY/PERSON REQUESTING RECORDING

(required if not the seller or buyer)

Print Name: JOHN HUSTON Escrow # N/A
 Address: 6772 RUNNING COLORS AVE
 City: LAS VEGAS State: NV Zip: 89131