

DISTRICT COURT, WATER DIVISION NO. 2, COLORADO

RESUME OF CASES FILED AND/OR ORDERED PUBLISHED DURING MAY 2012

TO: ALL INTERESTED PARTIES

Pursuant to C.R.S. 37-92-302, you are hereby notified that the following is a resume of applications and certain amendments filed and ordered published during May 2012, in Water Division No. 2. The names and addresses of applicants, description of water rights or conditional water rights involved and description of ruling sought as reflected by said applications, or amendments, are as follows:

CASE NO. 10CW4 – LOWER ARKANSAS VALLEY WATER CONSERVANCY DISTRICT Attn: Jay Winner, General Manager, 801 Swink Avenue, Rocky Ford, CO 81067 AND LOWER ARKANSAS VALLEY SUPER DITCH COMPANY, INC., Attn: John Schweizer, President, c/o Lower Arkansas Valley Water Conservancy District, 801 Swink Avenue, Rocky, Ford, CO 81067 (Co-Counsel for Lower Arkansas Valley Water Conservancy District and Counsel for Lower Arkansas Valley Super Ditch Company, Inc., Peter D. Nichols, Douglas Sinor, and Lisa Thompson Trout, Raley, Montañó, Witwer & Freeman, P.C., 1120 Lincoln Street, Suite 1600, Denver, Colorado 80203 (303) 861-1963); Co-Counsel for Lower Arkansas Valley Water Conservancy District, H. Barton Mendenhall, Mendenhall & Malouff, 805 Chestnut Ave., Rocky Ford, CO 81067 (719) 254-7606)

First Amended Application for Approval of Conditional Appropriative Rights of Substitution and Exchange

ARKANSAS RIVER BASIN IN CROWLEY, OTERO, BENT AND PUEBLO COUNTIES, COLORADO

2. Description of Amended Application and Exchanges: **A. Purpose of Amendment.** The original Application sought approval and confirmation of several conditional rights of substitution and exchange in the Arkansas River. The Applicants are amending the original Application to add additional points of exchange where substitute supply water will be delivered to the Arkansas River from canal augmentation stations and reservoir release structures, and recharge structures. Substitute supplies will be delivered from recharge projects to be developed along the Arkansas River at specifically identified locations described below and at additional locations to be determined in the future. Applicants may also identify additional canal augmentation stations as exchange-from points to be used in the future. The Applicants have withdrawn the original claim for appropriative rights of exchange involving the Bessemer Canal. The Applicants have identified these amendments as a result of further refinements to the Super Ditch project and development of a pilot lease-following-exchange program. **B. Definitions.** The following words and phrases when used in this Amended Application shall have the meaning as stated below: 1) Lower Ark District means the Lower Arkansas Valley Water Conservancy District. 2) Super Ditch means the Lower Arkansas Valley Super Ditch Company, Inc. 3) Lower Valley Ditch(es) means ditch(es) in the Lower Valley that diverts in the reach from Pueblo Reservoir to John Martin Reservoir, including the Fort Lyon Canal, the Fort Lyon Storage Canal, the

Holbrook Canal, the Catlin Canal, the Otero Canal, the Oxford Farmers Ditch, the Rocky Ford High Line Canal, and the Bessemer Ditch. 4) Lower Valley means the geographic area of the Lower Ark District. 5) Lessor(s) means shareholder(s) of a Lower Valley Ditch who voluntarily enters into a lease of Lease Water for use by Lessees. 6) Lessee(s) means municipal and/or other water user(s), including Lower Valley irrigator(s) and other Lessor(s), who enter into leases with Lessor(s). 7) Lease Water means the Lessor's(s') pro-rata share of the water right(s) adjudicated to their respective ditch(es) in which such Lessor(s) holds shares that such Lessor(s) leases for use by Lessee(s). 8) Rule 14 Plan(s) means plans approved for the replacement of ground water depletions pursuant to the Amended Rules and Regulations Governing the Diversion and Use of Tributary Ground Water in the Arkansas River Basin, Colorado approved in Case No. 95CW211, Water Div. No. 2, April 30, 1996. 9) Rule 10 Compact Compliance Plan(s) means plans approved for the replacement of water pursuant to the Compact Rules Governing Improvements to Surface Water Irrigation Systems in the Arkansas River Basin in Colorado, Case No. 09CW110, Water Div. No. 2. 10) HydroBase means the Colorado Division of Water Resources' data tool that allows users to access information on all structures, stations, well permits, and water rights. **C.**

Description of Amended Application. Shareholders of Lower Valley Ditches incorporated the Super Ditch to negotiate voluntary water leases on their behalf with municipal and other water users, including but not limited to Colorado Springs Utilities, members of the Pikes Peak Regional Water Authority (including, among others, the City of Fountain, the Town of Monument, the Town of Palmer Lake, Cherokee Metropolitan District, Donala Water & Sanitation District, and Triview Metropolitan District), and the City of Aurora. The Super Ditch and potential Lessees have reached conceptual agreement on many key terms and conditions, including the responsibility of the Super Ditch to deliver Lease Water into Pueblo Reservoir, where the Lessees will take delivery. In 2011 and 2012, Applicants initiated a pilot project for providing up to 250 acre-feet of water to the City of Fountain and Security Water District for municipal purposes by exchange to Pueblo Reservoir from water rights associated with the Catlin Canal. In addition, Lessors desire to be able to lease water to and from other irrigators in the Lower Valley for maximum utilization of water for irrigation and agricultural productivity. Applicants seek to adjudicate appropriate rights of substitution and exchange for these purposes. Applicants do not request adjudication of changes in the type and place of use of the water and water rights used for substitution and exchange in this Application. Water diverted by substitution and exchange pursuant to this decree will be used only for the purposes for which the corresponding substitute supply is decreed or administratively approved. Applicants acknowledge that further judicial or administrative approvals will generally be necessary in order to use the Lease Water by exchange or substitution under this decree. No such further approval for any source of substitute supply is requested in this Amended Application. The Applicants anticipate that they will file one or more applications in the future to change the type and place of use and to quantify the consumptive use of the Lessors' Lease Water. **D. Description of Substitutions and Exchanges.** The conditional appropriate rights of substitution and exchange requested in this Application will be used primarily to store Lease Water in Pueblo Reservoir, Lake Henry Reservoir, Lake Meredith Reservoir, Holbrook Reservoir, Holbrook Dye Reservoir, Thurston Reservoir, Horse Creek Reservoir, Adobe

Creek Reservoir, and Excelsior Ditch storage (Stonewall Springs Reservoir(s)) to facilitate the delivery of such Lease Water to municipal and other Lessees of the Super Ditch, including irrigators in the Lower Valley for Rule 14 Plans for ground water augmentation and Rule 10 Compact Compliance Plans for augmentation associated with improvements to surface irrigation systems, and to replace historical return flows from the substitution and exchange of the water rights described in this Application. The exchanges will generally operate by delivery of substitute supplies to the Arkansas River by releases through reservoir outlets and ditch augmentation station structures, and accretions from recharge projects. Co-Applicants may substitute water previously stored in reservoirs for direct deliveries of water to the canals described in this application and exchange a like amount of water to upstream points of exchange. The substitutions and exchanges may be operated simultaneously or in stepped fashion to move water up the Arkansas River to Pueblo Reservoir. Stepped exchanges may be operated so as to position water in upstream reservoirs or recharge projects for later release and subsequent substitution and exchange to further upstream points. The claimed exchanges are physical exchanges. Applicants will operate the exchanges so that they do not injure the rights of others. Specifically, Applicants will operate the exchanges when there is exchange potential available between the exchange-from and exchange-to points, that is, when the amount of water available in the exchange reach exceeds the amount of water necessary to satisfy senior water rights between the exchange-from and exchange-to points. Applicants may operate exchanges continuously for a few hours or days whenever exchange potential is available, which will generally be during spring run-off and following major precipitation events. Applicants may also operate the exchanges by diverting natural flow at exchange-to points and releasing a substitute supply above the calling water right. The amount of water diverted at the exchange-to point will not exceed the amount of water physically and legally available at the exchange-from point. The substitute supply will be of a quality and continuity to meet the senior appropriators' normal use. Applicants will quantify the substitute supplies necessary to ensure that the exchanges do not injure vested water rights downstream of the exchange-to points in future applications to change the type and place of use of the Lease Water used for substitution and exchange. Quantification and accounting for actual substitutions and exchanges will use existing, improved, and new structures and measuring devices at or associated with the exchange-from and exchange-to points. The use and improvement of existing and measuring devices, or construction of new structures and measuring devices, will not interfere with normal structure and device operations, or the delivery of water to irrigators who do not voluntarily choose to participate in water leasing. The Applicants will seek the concurrence of the owners of such structures and measuring devices for their use and appropriately compensate such owners for such use. Lease Water for substitute supply may also be delivered to the river via one or more recharge sites, as more particularly described below. The exchange rates are based on the capacities of the exchange points, the flow rates of the water rights associated with the exchange points, and the anticipated participation in the Super Ditch project. Although all of the water rights associated with a structure may not be leased at any given time, the Applicants may be able to operate substitutions and exchanges involving the Holbook system and the Fort Lyon system in such a way as to exchange up to the full decreed

flow rate of those ditches for a limited time. For example, with permission of the respective ditch and reservoir companies, Applicants could store Lease Water over a period of time and by substitution deliver that water over a shorter period of time to satisfy up to the full decreed rights of the Holbrook Canal and the Fort Lyon Canal. The maximum instantaneous claimed exchange-from rates for lakes and reservoirs equal the outlet capacities of such lakes and reservoirs reported by HydroBase. The total annual exchange volume claimed (58,000 acre-feet) equals the maximum amount of water requested by potential Lessees to meet their reasonably anticipated water demands, assuming their maximum respective demands occur in the same year. Below is a matrix of the claimed exchanges.

Super Ditch Exchange Matrix

From ¹	Max Rate (cfs)	To ⁷								
		Pueblo Res ²	Excelsior Ditch ³	Colorado Canal	Rocky Ford High Line Canal	Oxford Farmers Canal	Otero Canal	Catlin Canal	Holbrook Canal	Fort Lyon Storage Canal
Adobe Creek Res	200	200	77	200	200	195	175	200	200	200
Horse Creek Res	150	150	77	150	150	150	150	150	150	150
Fort Lyon Canal	933	933	77	756	725	195	175	385	933	933
Holbrook Res ⁴	448	448	77	448	448	195	175	385	448	448
Holbrook Dye Res ⁵	132	132	77	132	132	132	132	132	132	132
Lake Meredith Outlet	500	500	77	500	500	195	175	385	500	500
Fort Lyon Storage Canal	1466	1466	77	756	725	195	175	385	1001	1428
Holbrook Canal	600	600	77	600	600	195	175	385		
Catlin Canal	266	266	77	266	266	195	175			
Otero Canal	339	339	77	339	339	195				
Oxford Farmers Canal	34	34	34	34	34					
Rocky Ford High Line Canal	206	206	77	206						
Stonewall Springs Outlet ⁶	500	500								

Notes

1. All Rates based upon decreed water rights, outlet capacities except for Stonewall Springs
2. Pueblo does not have a max rate of exchange to.
3. Excelsior exchange to based upon Max-Q recorded in 2000, Exchange from estimated
4. Outlet volume based upon Max-Q in 2008
5. Outlet volume based upon Diversion Comments in Hydrobase for June 1-5, 1960
6. Proposed Outlet Capacity not specified, estimated at 500 cfs
7. Exchange to rates are based upon max diversion from 1987 to 2007
8. All exchange from amounts include augmentation stations within those systems

A map that illustrates the exchange-from and exchange-to points is attached to the Amended Application as Exhibit A. (All exhibits mentioned herein are incorporated by reference and may be inspected at the office of the clerk of this Court.) Based on responses to questionnaires sent by Applicants, shareholders of the ditch and reservoir companies whose water rights are listed as substitute supplies in this Amended Application have indicated an interest in participating in a lease-following program to provide Lease Water for the exchanges and substitutions in the following amounts.

Ditch Company	Shares indicating they will Participate	Total System Shares	Percent Shareholder Participation
RF Highline	932.7	2250	41%
Oxford	305.39	1196	26%
Otero	3819.4	5144.37	74%
Catlin	14314	18660	77%
Holbrook	13185	16000	82%
Ft Lyon	83737	93989.4166	89%

The amount of each source of substitute supply that may be used for substitution and exchange under any decree entered in this matter shall be limited to the respective percentage listed above. **3. Names of substitutions and exchanges:** A. Super Ditch Adobe Creek Reservoir Exchange. B. Super Ditch Horse Creek Reservoir Exchange. C. Super Ditch Fort Lyon Canal Exchange. D. Super Ditch Holbrook Reservoir Exchange. E. Super Ditch Holbrook Dye Reservoir Exchange. F. Super Ditch Lake Meredith/Henry Outlet Exchange. G. Super Ditch Fort Lyon Storage Canal Exchange. H. Super Ditch Holbrook Canal Exchange. I. Super Ditch Catlin Canal Exchange. J. Super Ditch Otero Canal Exchange. K. Super Ditch Oxford Farmers Ditch Exchange. L. Super Ditch Rocky Ford High Line Canal Exchange. M. Super Ditch Stonewall Springs Exchange.

4. Legal descriptions of exchange reaches and points of substitution and exchange: **A. Super Ditch Adobe Creek Reservoir Exchange.**

The exchange reach is from the outlet of Adobe Creek Reservoir to Adobe Creek, and upstream from the confluence of Adobe Creek and the Arkansas River to Pueblo Reservoir, including intermediate exchange-to points at the headgates of specified intervening canals and ditches. 1) Exchange-From Point (Point of Introduction of Substitute Supplies): a. The confluence of Adobe Creek and the Arkansas River is located in the NW ¼ of Section 6, Township 23 South, Range 52 West, of the 6th P.M. 2) Exchange-To Points and Maximum Instantaneous Exchange Rates: a. Fort Lyon Canal, maximum instantaneous exchange rate: 200 cfs. The headgate of the Fort Lyon Canal is located on the north bank of the Arkansas River in the SE ¼ of Section 29, Township 23 South, Range 55 West of the 6th P.M., Otero County, Colorado. The location is approximately 130 feet from the South Section line and 1,775 feet from the East Section line. The decreed location of the headgate “is located on the north bank of the Arkansas River in the Northeast quarter of Section 32 Township 23 South of Range 55 West of the Sixth P.M. in Otero County, Colorado” as decreed in Decree dated April 8, 1905, Bent County District Court. b. Fort Lyon Storage Canal, maximum instantaneous exchange rate: 200 cfs. The headgate is located in SE ¼ of Section 20, Township 22 South, Range 57 West of the 6th P.M., in Crowley County, Colorado. The location is approximately 1,940 feet from the South Section line and 1,800 feet from the East Section line. The decreed headgate location “is located at a point in the County of Crowley, State of Colorado, on the North bank of the Arkansas River, in the Northwest Quarter of the Southeast Quarter of Section 20, Township 22 South, Range 57 West of the Sixth P.M., whence the Northeast corner of said Section 20 bears North 34°10' East 3,770 feet” as decreed in Decretal Order dated August 30, 1922, Bent County District Court. c. Holbrook Canal (a.k.a. Lake Canal), maximum instantaneous exchange rate: 200 cfs. The point of diversion is on the north bank of the Arkansas River in the Northeast ¼ of Section 24, Township 22 South, Range 58 West of the 6th P.M., in

Crowley County, Colorado. Location is 1,260 feet from the North Section line and 1,940 feet from the East Section line. The decreed headgate location is “located on the north bank of the Arkansas River in the Northeast Quarter of Section 24 Township 22 South, of Range 58 West of the 6th P.M. in Otero County, Colorado” as decreed in Decree dated April 8, 1905, Bent County District Court. d. Catlin Canal, maximum instantaneous exchange rate: 200 cfs. The point of diversion for the water right owned by the Catlin Canal Company is located at a point on the South bank of the Arkansas River, in the North ½ of the NW ¼ of Section 19, Township 22 South, Range 58 West of the 6th P.M. in Water District No. 17 in Otero County, Colorado, which point is about 1300 feet East of, or down, the Arkansas River from the original point of diversion fixed by decree of the Court on the South bank of the Arkansas River at the confluence of said river and the Apishapa River. e. Otero Canal, maximum instantaneous exchange rate: 175 cfs. The headgate of the Otero Canal is located on the South bank of the Arkansas River in the NE ¼ of Section 18, Township 22 South, Range 59 West of the 6th P.M., in Otero County, Colorado. The location is approximately 50 feet from the North Section line and 1,090 feet from the East Section Line. The decreed location of the headgate is “located on the South bank of the Arkansas River in the Northeast Quarter of Section 17 Township 22 South of Range 59 West of the 6th P.M. in Otero County, Colorado” as decreed in Decree dated April 8, 1905, Bent County District Court. f. Oxford Farmers Ditch, maximum instantaneous exchange rate: 195 cfs. The point of diversion is located on the south bank of the Arkansas River in the NW ¼ of Section 31, Township 21 South, Range 60 West of the 6th P.M., in Pueblo County, Colorado. This location is approximately 345 feet from the West Section line and 5 feet from the North Section line. The decreed location is “on the South bank of the Arkansas River in the N.E. ¼ of the N.W. ¼ of Sec. 31, T. 21 S., R. 60 W. at a point N. 14° 50' E. 4544.1 feet from the S.W. section corner of Section 31, same T. and R., in Pueblo County, Colorado” as decreed in Case No. 2535, dated March 23, 1896, Bent County District Court. g. Rocky Ford High Line Canal, maximum instantaneous exchange rate: 200 cfs. The headgate is located in the NE ¼ of Section 17, Township 21 South, Range 61 West of the 6th P.M., Pueblo County, Colorado. The location is approximately 370 feet from the North Section line and 400 feet from the East Section line. The decreed location is “located on the South bank of the Arkansas River in Pueblo County, Colorado in the northeast ¼ of the northeast ¼ of Section 17 Township 21 South, Range 61 West of the 6th P.M., bearing south 48° 28' West, 459.36 feet from the corners of Sections 8, 9, 16, and 17 in Township 21 South, Range 61 West of the 6th P.M.” as decreed in Case No. W-65, dated October 15, 1971, in Water Division No. 2. h. Colorado Canal, maximum instantaneous exchange rate: 200 cfs. The present location of the Colorado Canal is located in the NE ¼ of the NE ¼ Section 10, Township 21 South, Range 62 West of the 6th P.M., Pueblo County, Colorado. The decreed location of the headgate “is located on the North bank of the Arkansas River in the N.E. ¼ of the N.E. ¼ Sec. 10, T. 21 S., R. 62 W., bearing 6.0° 58' W. 426 feet from the S.W. corner of Sec. 2, T. 21 S., R. 62 W., in Pueblo County, Colorado” as decreed in Case No. 2535, dated March 23, 1896, in Pueblo County District Court. i. Excelsior Ditch, maximum instantaneous exchange rate: 77 cfs. The headgate is located in the SE ¼ of Section 36, Township 20 South, Range 64 West of the 6th P.M., Pueblo County, Colorado. The location is approximately 330 feet from the South Section line and 545 feet from the East Section

line. The decreed location of the headgate is “located on the North bank of the Arkansas River, at a point bearing S. 16° W. and 1246 feet distant from the north quarter corner of Sec. 32, T. 20 S, R. 63 W., in Pueblo County, Colorado” as decreed in Case No. 2535, dated March 23, 1896, in Pueblo County District Court. j. Pueblo Reservoir, maximum instantaneous exchange rate: 200 cfs. A point at the intersection of Pueblo Dam axis and the Arkansas River whence the NE corner of Section 36, Township 20 South, Range 66 West of the 6th P.M., bears North 61°21'20" East a distance of 2,511.05 feet. Said reservoir will inundate all or portions of Sections 7, 18, 19, 20, 21, 22, 25, 26, 27, 28, 29, 30, 31, 32, 33, 34, 35, and 36, Township 20 South, Range 66 West of the 6th P.M., Sections 1, 2, 3, 4, 5, 9, 10, and 11, Township 21 South, Range 66 West of the 6th P.M., and Sections 5, 8, 9, 13, 14, 15, 16, 22, 23, and 25, Township 20 South, Range 67 West of the 6th P.M. The decreed location is “the bed of the Arkansas River adjacent to and immediately upstream from a dam, the axis of which will be easterly of the present flood control barrier dam. Said reservoir will extend upstream to approximately the Swallows and will inundate all or portions of Sections 7, 18, 19, 20, 21, 22, 25, 26, 27, 28, 29, 30, 31, 32, 33, 34, 35, and 36, Township 20 South, Range 66 West of the 6th P.M., Sections 1, 2, 3, 4, 5, 9, 10, 11 and 14, Township 21 South, Range 66 West of the 6th P.M., and Sections 5, 6, 8, 9, 13, 14, 15, 16, 22, 23, 24 and 25, Township 20 South, Range 67 West of the 6th P.M.” as decreed in Case No. B 42135, in Pueblo County District Court. **B. Super Ditch Horse Creek Reservoir Exchange**: The exchange reach is from the outlet of Horse Creek Reservoir to Horse Creek and upstream from the confluence of Horse Creek and the Arkansas River to Pueblo Reservoir, including intermediate exchange-to points at the headgates of specified intervening canals and ditches. 1) Exchange-From Point (Point of Introduction of Substitute Supplies): a. The confluence of Horse Creek and the Arkansas River is located in the NW ¼ of Section 11, Township 23 South, Range 53 West, of the 6th P.M. 2) Exchange-To Points and Maximum Instantaneous Exchange Rates (legal descriptions set forth in paragraph 4.A above): a. Fort Lyon Canal, maximum instantaneous exchange rate: 150 cfs. b. Fort Lyon Storage Canal, maximum instantaneous exchange rate: 150 cfs. c. Holbrook Canal (a.k.a. Lake Canal), maximum instantaneous exchange rate: 150 cfs. d. Catlin Canal, maximum instantaneous exchange rate: 150cfs. e. Otero Canal, maximum instantaneous exchange rate: 150 cfs. f. Oxford Farmers Ditch, maximum instantaneous exchange rate: 150 cfs. g. Rocky Ford High Line Canal, maximum instantaneous exchange rate: 150 cfs. h. Colorado Canal, maximum instantaneous exchange rate: 150 cfs. i. Excelsior Ditch, maximum instantaneous exchange rate: 77 cfs. j. Pueblo Reservoir, maximum instantaneous exchange rate: 150 cfs. **C. Super Ditch Fort Lyon Canal Exchange**: The exchange reach is from the headgate of the Fort Lyon Canal and points of delivery of the canal augmentation stations described below, upstream to Pueblo Reservoir, including intermediate exchange-to points at the headgates of specified intervening canals and ditches. 1) Exchange-From Points (Point of Introduction of Substitute Supplies): a. Fort Lyon Canal. Legal description set forth in paragraph 4.A above. b. Fort Lyon Canal Augmentation Station 1. The measurement station is located in the SW ¼ of Section 35, Township 23 South, Range 55 West, of the 6th P.M. The augmentation station delivers water to the Arkansas River in the NW ¼ of Section 2, Township 24 South, Range 55 West, of the 6th P.M. c. Additional Augmentation Stations. Applicants may develop

additional canal augmentation stations in the future. Applicants will provide all parties in this matter with notice prior to using any such additional station to deliver Lease Water for the exchanges requested in this Amended Application. 2) Exchange-To Points and Maximum Instantaneous Exchange Rates (legal descriptions set forth in paragraph 4.A above): a. Fort Lyon Storage Canal, maximum instantaneous exchange rate: 933 cfs. b. Holbrook Canal (a.k.a. Lake Canal), maximum instantaneous exchange rate: 933 cfs. c. Catlin Canal, maximum instantaneous exchange rate: 385 cfs. d. Otero Canal, maximum instantaneous exchange rate: 175 cfs. e. Oxford Farmers Ditch, maximum instantaneous exchange rate: 195 cfs. f. Rocky Ford High Line Canal, maximum instantaneous exchange rate: 725 cfs. g. Colorado Canal, maximum instantaneous exchange rate: 756 cfs. h. Excelsior Ditch, maximum instantaneous exchange rate: 77 cfs. i. Pueblo Reservoir, maximum instantaneous exchange rate: 933 cfs. **D. Super Ditch Holbrook Reservoir Exchange:** The exchange reach is from the outlet of Holbrook Reservoir upstream to Pueblo Reservoir, including intermediate exchange-to points at the headgates of specified intervening canals and ditches. 1) Exchange-From Point (Point of Introduction of Substitute Supplies): a. Holbrook Reservoir Outlet. Water is delivered through its outlet ditch, which is about three miles in length and has a carrying capacity of 448 cfs according to the Colorado Division of Water Resources' HydroBase, into the Arkansas River at a point in the SE ¼ of Section 24, Township 23 South, Range 56 West, in Otero County, Colorado. 2) Exchange-To Points and Maximum Instantaneous Exchange Rates (legal descriptions set forth in paragraph 4.A above): a. Fort Lyon Storage Canal, maximum instantaneous exchange rate: 448 cfs. b. Holbrook Canal, maximum instantaneous exchange rate: 448 cfs. c. Catlin Canal, maximum instantaneous exchange rate: 385 cfs. d. Otero Canal, maximum instantaneous exchange rate: 175 cfs. e. Oxford Farmers Ditch, maximum instantaneous exchange rate: 195 cfs. f. Rocky Ford High Line Canal, maximum instantaneous exchange rate: 448 cfs. g. Colorado Canal, maximum instantaneous exchange rate: 448 cfs. h. Excelsior Ditch, maximum instantaneous exchange rate: 77 cfs. i. Pueblo Reservoir, maximum instantaneous exchange rate: 448 cfs. **E. Super Ditch Holbrook Dye Reservoir Storage Exchange:** The exchange reach is from the outlet of the Holbrook Dye Reservoir upstream to Pueblo Reservoir, including intermediate exchange-to points at the headgates of specified intervening canals and ditches. 1) Exchange-From Point (Point of Introduction of Substitute Supplies): a. Holbrook Dye Reservoir (a/k/a Dye Reservoir). Water is delivered through its outlet ditch, which has a carrying capacity of 132 cfs according to the Colorado Division of Water Resources' HydroBase, into the Arkansas River, at a point in the NW ¼ of the SW ¼ of Section 4, Township 23 South, Range 56 West of the 6th P.M., Otero County, Colorado. 2) Exchange-To Points and Maximum Instantaneous Exchange Rates (legal descriptions set forth in paragraph 4.A above): a. Fort Lyon Storage Canal, maximum instantaneous exchange rate: 132 cfs. b. Holbrook Canal, maximum instantaneous exchange rate: 132 cfs. c. Catlin Canal, maximum instantaneous exchange rate: 132 cfs. d. Otero Canal, maximum instantaneous exchange rate: 132 cfs. e. Oxford Farmers Ditch, maximum instantaneous exchange rate: 132 cfs. f. Rocky Ford High Line Canal, maximum instantaneous exchange rate: 132 cfs. g. Colorado Canal, maximum instantaneous exchange rate: 132 cfs. h. Excelsior Ditch, maximum instantaneous exchange rate: 77 cfs. i. Pueblo Reservoir, maximum instantaneous

exchange rate: 132 cfs. **F. Super Ditch Lake Meredith/Henry Outlet Exchange:** The exchange reach is from the outlets of Lake Henry and Lake Meredith to the Arkansas River upstream to Pueblo Reservoir, including intermediate exchange-to points at the headgates of specified intervening canals and ditches. 1) Exchange-From Point (Point of Introduction of Substitute Supplies): a. Lake Meredith/Henry Outlet. Water released from Lake Meredith and Henry Reservoir is carried through the Outlet Canal to a point in the South ½ of Section 21, Township 22 South, Range 57 West of the 6th P.M., Crowley County, Colorado; where it can be released to the Holbrook Canal and/or discharged into the Fort Lyon Storage Canal whence it is carried southeasterly approximately one-half mile in the Fort Lyon Storage Canal to a point at which it either continues in said Fort Lyon Storage Canal or is discharged through a headgate on its Southerly bank in the SE ¼ of Section 22, Township 22 South, Range 57 west of the 6th P.M., Crowley County, Colorado; to discharge into the Arkansas River in the NW ¼ of the SE ¼ of Section 22, Township 22 South, Range 57 West of the 6th P.M., Otero County, Colorado. 2) Exchange-To Points and Maximum Instantaneous Exchange Rates (legal descriptions set forth in paragraph 4.A above): a. Fort Lyon Storage Canal, maximum instantaneous exchange rate: 500 cfs. b. Holbrook Canal, maximum instantaneous exchange rate: 500 cfs. c. Catlin Canal, maximum instantaneous exchange rate: 385 cfs. d. Otero Canal, maximum instantaneous exchange rate: 175 cfs. e. Oxford Farmers Ditch, maximum instantaneous exchange rate: 195 cfs. f. Rocky Ford High Line Canal, maximum instantaneous exchange rate: 500 cfs. g. Colorado Canal, maximum instantaneous exchange rate: 500 cfs. h. Excelsior Ditch, maximum instantaneous exchange rate: 77 cfs. i. Pueblo Reservoir, maximum instantaneous exchange rate: 500 cfs. **G. Super Ditch Fort Lyon Storage Canal Exchange:** The exchange reach is from the headgate of the Fort Lyon Storage Canal upstream to Pueblo Reservoir, including intermediate exchange-to points at the headgates of specified intervening canals and ditches. 1) Exchange-From Point (Point of Introduction of Substitute Supplies): a. Fort Lyon Storage Canal. Legal description is set forth in paragraph 4.A above. 2) Exchange-To Points and Maximum Instantaneous Exchange Rates (legal descriptions set forth in paragraph 4.A above): a. Holbrook Canal, maximum instantaneous exchange rate: 1,001 cfs. b. Catlin Canal, maximum instantaneous exchange rate: 385 cfs. c. Otero Canal, maximum instantaneous exchange rate: 175 cfs. d. Oxford Farmers Ditch, maximum instantaneous exchange rate: 195 cfs. e. Rocky Ford High Line Canal, maximum instantaneous exchange rate: 725 cfs. f. Colorado Canal, maximum instantaneous exchange rate: 756 cfs. g. Excelsior Ditch, maximum instantaneous exchange rate: 77 cfs. h. Pueblo Reservoir, maximum instantaneous exchange rate: 1,466 cfs. **H. Super Ditch Holbrook Canal (a.k.a., Lake Canal) Exchange:** The exchange reach is from the headgate of the Holbrook Canal and the points of delivery of the canal augmentation structures described below, upstream to Pueblo Reservoir, including intermediate exchange-to points at the headgates of specified intervening canals and ditches. 1) Exchange-From Point (Point of Introduction of Substitute Supplies): a. Holbrook Canal. Legal description is set forth in paragraph 4.A above. b. Holbrook Canal Augmentation Station 1. The measurement station is located in the SW ¼ of Section 8, Township 23 South, Range 55 West, of the 6th P.M. The augmentation station delivers water to the Arkansas River in the SE ¼ of Section 24, Township 23 South, Range 56 West, of the

6th P.M. c. Holbrook Canal Augmentation Station 2. The measurement station is located in the SW ¼ of Section 1, Township 22 South, Range 55 West, of the 6th P.M. The augmentation station delivers water to Horse Creek. Horse Creek delivers water to the Arkansas River in the NW ¼ of Section 11, Township 23 South, Range 53 West, of the 6th P.M. d. Holbrook Canal Augmentation Station 3. The measurement station is located in the NE ¼ of Section 22, Township 22 South, Range 54 West, of the 6th P.M. The augmentation station delivers water to Horse Creek. Horse Creek delivers water to the Arkansas River in the NW ¼ of Section 11, Township 23 South, Range 53 West, of the 6th P.M. e. Holbrook Canal Augmentation Station 4. The measurement station is located in the NW ¼ of Section 31, Township 22 South, Range 53 West, of the 6th P.M. The augmentation station delivers water to Horse Creek. Horse Creek delivers water to the Arkansas River in the NW ¼ of Section 11, Township 23 South, Range 53 West, of the 6th P.M. f. Additional Augmentation Stations. Applicants may develop additional canal augmentation stations in the future. Applicants will provide all parties in this matter with notice prior to using any such additional station to deliver Lease Water for the exchanges requested in this Amended Application. 2) Exchange-To Points and Maximum Instantaneous Exchange Rates (legal descriptions set forth in paragraph 4.A above): a. Catlin Canal, maximum instantaneous exchange rate: 385 cfs. b. Otero Canal, maximum instantaneous exchange rate: 175 cfs. c. Oxford Farmers Ditch, maximum instantaneous exchange rate: 195 cfs. d. Rocky Ford High Line Canal, maximum instantaneous exchange rate: 600 cfs. e. Colorado Canal, maximum instantaneous exchange rate: 600 cfs. f. Excelsior Ditch, maximum instantaneous exchange rate: 77 cfs. g. Pueblo Reservoir, maximum instantaneous exchange rate: 600 cfs. **I. Super Ditch Catlin Canal Exchange**: The exchange reach is from the headgate of the Catlin Canal and the points of delivery of the canal augmentation stations described below, upstream to Pueblo Reservoir, including intermediate exchange-to points at the headgates of specified intervening canals and ditches. 1) Exchange-From Point (Point of Introduction of Substitute Supplies): a. Catlin Canal. Legal description is set forth in paragraph 4.A above. b. Catlin Canal Augmentation Station 1. The measurement station is located in the SE ¼ of Section 22, Township 22 South, Range 58 West, of the 6th P.M. The augmentation station delivers water to Smith Hollow. Smith Hollow delivers water to the Arkansas River in the NW ¼ of Section 22, Township 22 South, Range 58 West, of the 6th P.M. c. Catlin Canal Augmentation Station 2. The measurement station is located in the SW ¼ of Section 18, Township 24 South, Range 56 West, of the 6th P.M. The augmentation station delivers water to Timpas Creek. Timpas Creek delivers water to the Arkansas River in the NW ¼ of Section 25, Township 23 South, Range 56 West, of the 6th P.M. d. Catlin Canal Augmentation Station 3. The measurement station is located in the NW ¼ of Section 24, Township 24 South, Range 56 West, of the 6th P.M. The augmentation station delivers water to Crooked Arroyo. Crooked Arroyo delivers water to the Arkansas River in the SW ¼ of Section 33, Township 23 South, Range 55 West, of the 6th P.M. e. Additional Augmentation Stations. Applicants may develop additional canal augmentation stations in the future. Applicants will provide all parties in this matter with notice prior to using any such additional station to deliver Lease Water for the exchanges requested in this Amended Application. 2) Exchange-To Points and Maximum Instantaneous Exchange Rates (legal descriptions set forth in paragraph 4.A above): a. Otero Canal, maximum

instantaneous exchange rate: 175 cfs. b. Oxford Farmers Ditch, maximum instantaneous exchange rate: 195 cfs. c. Rocky Ford High Line Canal, maximum instantaneous exchange rate: 266 cfs. d. Colorado Canal, maximum instantaneous exchange rate: 266 cfs. e. Excelsior Ditch, maximum instantaneous exchange rate: 77 cfs. f. Pueblo Reservoir, maximum instantaneous exchange rate: 266 cfs. **J. Super Ditch Otero Canal Exchange:** The exchange reach is from the headgate of the Otero Canal and the points of delivery of the canal augmentation stations described below, upstream to Pueblo Reservoir, including intermediate exchange-to points at the headgates of specified intervening canals and ditches. 1) Exchange-From Point (Point of Introduction of Substitute Supplies): a. Otero Canal. Legal description is set forth in paragraph 4.A above. b. Otero Canal Augmentation Station 1. The measurement station is located in the SW ¼ of Section 22, Township 22 South, Range 58 West, of the 6th P.M. The augmentation station delivers water to Smith Hollow. Smith Hollow delivers water to the Arkansas River in the NW ¼ of Section 22, Township 22 South, Range 58 West, of the 6th P.M. c. Otero Canal Augmentation Station 2. The measurement station is located in the SE ¼ of Section 23, Township 24 South, Range 57 West, of the 6th P.M. The augmentation station delivers water to Timpas Creek. Timpas Creek delivers water to the Arkansas River in the NW ¼ of Section 25, Township 23 South, Range 56 West, of the 6th P.M. d. Otero Canal Augmentation Station 3. The measurement station is located in the NE ¼ of Section 23, Township 24 South, Range 55 West, of the 6th P.M. The augmentation station delivers water to King Arroyo. King Arroyo delivers water to the Arkansas River in the SE ¼ of Section 2, Township 24 South, Range 55 West, of the 6th P.M. e. Additional Augmentation Stations. Applicants may develop additional canal augmentation stations in the future. Applicants will provide all parties in this matter with notice prior to using any such additional station to deliver Lease Water for the exchanges requested in this Amended Application. 2) Exchange-To Points and Maximum Instantaneous Exchange Rates (legal descriptions set forth in paragraph 4.A above): a. Oxford Farmers Ditch, maximum instantaneous exchange rate: 195 cfs. b. Rocky Ford High Line Canal, maximum instantaneous exchange rate: 339 cfs. c. Colorado Canal, maximum instantaneous exchange rate: 339 cfs. d. Excelsior Ditch, maximum instantaneous exchange rate: 77 cfs. e. Pueblo Reservoir, maximum instantaneous exchange rate: 339 cfs. **K. Super Ditch Oxford Farmers Ditch Exchange:** The exchange reach is from the headgate of the Oxford Farmers Ditch and the points of delivery of the ditch augmentation stations described below, upstream to Pueblo Reservoir, including intermediate exchange-to points at the headgates of specified intervening canals and ditches. 1) Exchange-From Point (Point of Introduction of Substitute Supplies): a. Oxford Farmers Ditch. Legal description is set forth in paragraph 4.A above. b. Oxford Farmers Ditch Augmentation Station 1. The measurement station is located in the SW ¼ of Section 11, Township 22 South, Range 60 West, of the 6th P.M. The augmentation station delivers water to Chicosa Creek. Chicosa Creek delivers water to the Arkansas River in the NW ¼ of Section 12, Township 22 South, Range 60 West, of the 6th P.M. c. Oxford Farmers Ditch Augmentation Station 2. The measurement station is located in the SE ¼ of Section 34, Township 22 South, Range 59 West, of the 6th P.M. The augmentation station delivers water to the Apishapa River. The Apishapa River delivers water to the Arkansas River in the NW ¼ of Section 19, Township 22 South, Range 58

West, of the 6th P.M. d. Additional Augmentation Stations. Applicants may develop additional canal augmentation stations in the future. Applicants will provide all parties in this matter with notice prior to using any such additional station to deliver Lease Water for the exchanges requested in this Amended Application. 2) Exchange-To Points and Maximum Instantaneous Exchange Rates (legal descriptions set forth in paragraph 4.A above): a. Rocky Ford High Line Canal, maximum instantaneous exchange rate: 34 cfs. b. Colorado Canal, maximum instantaneous exchange rate: 34 cfs. c. Excelsior Ditch, maximum instantaneous exchange rate: 34 cfs. d. Pueblo Reservoir, maximum instantaneous exchange rate: 34 cfs. **L. Super Ditch Rocky Ford High Line Canal Exchange**: The exchange reach is from the headgate of the Rocky Ford High Line Canal and the point of delivery of the canal augmentation station described below, upstream to Pueblo Reservoir, including intermediate exchange-to points at the headgates of specified intervening canals and ditches. 1) Exchange-From Point (Point of Introduction of Substitute Supplies): a. Rocky Ford High Line Canal. Legal description is set forth in paragraph 4.A above. b. Rocky Ford High Line Canal Augmentation Station 1. The augmentation station is located in the NE ¼ of Section 26, Township 21 South, Range 61 West, of the 6th P.M., and delivers water to the Arkansas River in approximately the same location. c. Additional Augmentation Stations. Applicants may develop additional canal augmentation stations in the future. Applicants will provide all parties in this matter with notice prior to using any such additional station to deliver Lease Water for the exchanges requested in this Amended Application. 2) Exchange-To Points and Maximum Instantaneous Exchange Rates (legal descriptions set forth in paragraph 4.A above): a. Colorado Canal, maximum instantaneous exchange rate: 206 cfs. b. Excelsior Ditch, maximum instantaneous exchange rate: 77 cfs. c. Pueblo Reservoir, maximum instantaneous exchange rate: 206 cfs. **M. Super Ditch Stonewall Springs Exchange**: The exchange reach is from the outlet of any storage structure(s) filled via the Excelsior Ditch upstream to Pueblo Reservoir, including intermediate exchange-to points at the headgates of specified intervening canals and ditches. 1) Exchange-From Point (Point of Introduction of Substitute Supplies): a. Stonewall Springs Reservoir Outlet. The outlet to the River is proposed to be to the Arkansas River in the SW ¼ of Section 6, Township 21 South, Range 62 West of the 6th P.M., Pueblo County, Colorado. b. The outlet(s) of any other storage structure(s) to be filled via the Excelsior Ditch. 2) Exchange-To Point and Maximum Instantaneous Exchange Rate (legal description set forth in paragraph 4.A above): a. Pueblo Reservoir, maximum instantaneous exchange rate: 500 cfs. **5. Recharge sites as exchange-from points**: In addition to the exchange-from points listed above, Lease Water may be delivered to the Arkansas River for exchange from the recharge sites specifically described below and from additional recharge sites that may be developed in the future. Applicants do not seek to decree the terms for operating any recharge structures or plans in this matter. Applicants anticipate filing one or more separate applications for judicial or administrative approval of recharge structures and plans to be used to deliver water to the Arkansas River for the exchanges requested in this Amended Application. Applicants will not exchange, under the exchanges requested in this Amended Application, water that is accreted from any recharge structure until that recharge structure, the location and timing of recharge accretion to the Arkansas River is decreed in a separate proceeding or approved in a lawful administrative proceeding.

Deliveries from recharge structures for the exchanges will be accounted for in accordance with the terms of any such decrees or administrative approvals. **A. Location and description of recharge structures.** 1) Catlin Canal Timpas Feedyard Recharge Pond(s). The proposed pond(s) will be located in the SE ¼ of Section 25, Township 22 South, Range 58 West in Otero County Colorado. The accretions for this site occur to the Arkansas River between the Catlin Canal headgate and the confluence of Timpas Creek. 2) Catlin Canal Diamond A Recharge Pond(s). The proposed pond(s) will be located in the NW ¼ of Section 34, Township 22 South, Range 57 West in Otero County Colorado. The accretions for this site occur to the Arkansas River between the Rocky Ford Canal headgate and the confluence of Timpas Creek. 3) Catlin Canal Schweizer Recharge Pond(s). The proposed pond(s) will be located in parts of the W ½ of Section 32, Township 22 South, Range 57 West in Otero County Colorado. The accretions for this site occur to the Arkansas River between the Rocky Ford Canal headgate and the confluence of Timpas Creek. 4) Catlin Canal Hirakata Recharge Pond(s). The proposed pond(s) will be located in the SW ¼ of Section 27, Township 23 South, Range 56 West in Otero County Colorado. The accretions for this site occur to the Arkansas River between the Rocky Ford Canal headgate and the confluence of Timpas Creek. 5) Catlin Canal Division of Parks and Wildlife Recharge Pond(s). The proposed pond(s) will be located in the NW ¼ of Section 17, Township 24 South, Range 56 West in Otero County Colorado. The accretions for this site occur to the Arkansas River between the confluence of Timpas Creek and the confluence of Crooked Arroyo. 6) Catlin Canal Malott Recharge Pond(s). The proposed pond(s) will be located in the SE ¼ of Section 8, Township 24 South, Range 56 West in Otero County Colorado. The accretions for this site occur to the Arkansas River between the confluence of Timpas Creek and the confluence of Crooked Arroyo. 7) Catlin Canal Mayhoffer Recharge Pond(s). The proposed pond(s) will be located in the NW ¼ of Section 13, Township 24 South, Range 56 West in Otero County Colorado. The accretions for this site occur to the Arkansas River between the confluence of Timpas Creek and the confluence of Crooked Arroyo. 8) AGUA Recharge Sites 1, 2, and 3 (as decreed in Case No. 04CW62, Water Division 2). These sites are located on the west bank of Chico Creek in the NE ¼ Section 6, Township 21 South, Range 62 West of the 6th P.M. in Pueblo County, Colorado. The accretions for this site occur to the Arkansas River between the confluence of Sixmile Creek and the confluence of Chico Creek. 9) AGUA Excelsior Canal Recharge zone (as decreed in Case No. 04CW62, Water Division 2). The center of the canal is located in the N ½ Section 34, Township 20 South, Range 63 West of the 6th P.M. in Pueblo County, Colorado. The accretions for this site occur to the Arkansas River between the headgate of Excelsior Canal and the confluence of Chico Creek. 10) The locations of the above-described recharge structures are shown on the map attached to the Amended Application as Exhibit B. 11) Additional Recharge sites. Applicants may develop additional recharge structures in the future. Applicants will provide all parties in this matter with notice of such additional structures and obtain all necessary approvals prior to using any such additional recharge structures to deliver Lease Water for the exchanges requested in this Amended Application. **6. Water and water rights to be used for substitution and exchange supply:** the Lessors' pro-rata share of the following described water rights: A. Fort Lyon Canal; Thurston Reservoir. Water rights represented by shares of stock in the Fort Lyon Canal Company, which

owns and operates the Fort Lyon Canal and Thurston Reservoir: 1) Water rights decreed for diversion at the Fort Lyon Canal by decree of April 8, 1905, Bent County District Court, in the amount of: 164.64 cfs, with appropriation date of April 15, 1884 (priority no. 4); 597.16 cfs, with appropriation date of March 1, 1887 (priority no. 6); 171.20 cfs, with appropriation date of August 31, 1893 (priority no. 25). 2) Water rights decreed for storage in Thurston Reservoir (formerly decreed to Prince Reservoir) by decree of April 8, 1905, Bent County District Court, in the amount of 66,000,000 cubic feet (1,515 acre-feet), with a filling rate of 355.2 cfs and appropriation date: August 12, 1889 (reservoir priority no. 1); transferred to Thurston Reservoir in Case No. W-27 (74) and made absolute in case No. 79CW85. B. Holbrook Canal; Holbrook Reservoir; Holbrook Dye Reservoir. Water rights represented by shares of stock in the Holbrook Mutual Irrigating Company, which owns and operates Holbrook Canal, Holbrook and Dye Reservoirs: 1) Water rights decreed to the Holbrook Canal in Bent County District Court on April 8, 1905: a. 155.00 cfs from the Arkansas River with a priority date of September 25, 1889 (priority no. 10). b. 445.00 cfs from the Arkansas River with a priority date of August 30, 1893 (priority no. 24). 2) Water rights decreed to Holbrook and Dye Reservoirs by exchange, as decreed in Bent County District Court on February 3, 1927. The Holbrook Canal is decreed to divert 595 cfs by exchange from the outlet of the Dye Reservoir as of October 10, 1903 and 230 cfs by exchange from the outlet of the Holbrook Reservoir as of September 15, 1909. 3) Holbrook Reservoir, 4,247 acre-feet, with a filling rate of 600 cfs (reservoir priority No. 2), with an appropriation date of March 2, 1892 decreed in the Bent County District Court on April 8, 1905 (reservoir priority no. 2). 4) Holbrook Reservoir Enlargement, 1,196 acre-feet, with a filling rate of 600 cfs (reservoir priority no. 49), with an appropriation date of September 15, 1909, decreed in Bent County District Court on February 3, 1927 (originally decreed for capacity of 3,196 acre-feet; 2,000 acre-feet transferred to Dye Reservoir by decree in Case No. W-3905, August 7, 1974). 5) Dye Reservoir, 2,000 acre-feet with a filling rate of 600 cfs (reservoir priority no. 20), with an appropriation date of October 10, 1903 (reservoir priority no. 20) decreed in Bent County District Court on February 3, 1927 (transferred to Holbrook Reservoir by decree in Case No. W-3905, August 7, 1974). 6) Dye Reservoir, 2,500 acre-feet, filling rate of 600 cfs, with an appropriation date of October 10, 1903 (reservoir priority no. 20), decreed in Bent County District Court on February 3, 1927 (originally decreed for 4,500 acre-feet; 2,000 acre-feet transferred to Holbrook Reservoir by decree in Case No. W-3905, August 7, 1974). 7) Dye Reservoir Enlargement, 3,486 acre-feet, filling rate of 400 cfs, with an appropriation date of September 3, 1909 (reservoir priority no. 43) decreed in Bent County District Court on February 3, 1927. C. Fort Lyon Storage Canal; Horse Creek Reservoir; Adobe Reservoir. Water rights represented by shares of stock in the Fort Lyon Canal Company, which owns and operates the Fort Lyon Storage Canal and the Adobe and Horse Creek Reservoirs: 1) Water rights decreed in Bent County District Court on November 8, 1928: a. Horse Creek Reservoir, with a storage capacity of 11,400 acre-feet and a filling rate of 2000 cfs, from Horse Creek; appropriation date of August 15, 1900 (reservoir priority no. 10). b. Horse Creek Reservoir, with a storage capacity of 11,400 acre-feet and a filling rate of 840 cfs from the Arkansas River; appropriation date of January 25, 1906 (reservoir priority no. 27.5). c. Horse Creek Reservoir, with a storage capacity of 11,400 acre-feet and a filling rate of 1,466 cfs from the Arkansas

River, appropriation date of March 1, 1910 (reservoir priority no. 50). d. Horse Creek Reservoir, First Enlargement, with a storage capacity of 15,487 acre-feet and a filling rate of 840 cfs from the Arkansas River, appropriation date of January 25, 1906 (reservoir priority no. 27.5). e. Horse Creek Reservoir, First Enlargement, with a storage capacity of 15,487 acre-feet and a filling rate of 5,000 cfs from Horse Creek, appropriation date of December 20, 1907 (reservoir priority no. 30.5). f. Horse Creek Reservoir, First Enlargement, with a storage capacity of 15,487 acre-feet and a filling rate of 1,466 cfs from the Arkansas River, appropriation date of March 1, 1910 (reservoir priority no. 50). g. Horse Creek Reservoir, Second Enlargement, with a storage capacity of 1,113 acre-feet and a filling rate of 5,000 cfs from Horse Creek and 840 cfs from the Arkansas River, appropriation date of June 12, 1908 (reservoir priority no. 37). h. Horse Creek Reservoir, Second Enlargement, with a storage capacity of 1,113 acre-feet and a filling Rate of 1,466 cfs from the Arkansas River, appropriation date of March 1, 1910 (reservoir priority no. 50). i. Adobe Creek Reservoir, with a storage capacity of 61,575 acre-feet filled from Adobe Creek and the Arkansas River, appropriation date of January 25, 1906 (reservoir priority no. 24.5). j. Adobe Creek Reservoir, with a storage capacity of 61,575 acre-feet and a filling rate of 8,631 cfs from Adobe Creek and 840 cfs from the Arkansas River, appropriation date of January 25, 1906 (reservoir priority no. 27.5). k. Adobe Creek Reservoir, with a storage capacity of 61,575 acre-feet and a filling Rate of 1,466 cfs from the Arkansas River, appropriation date of March 1, 1910 (reservoir priority no. 50). l. Adobe Creek Reservoir, First Enlargement, with a storage capacity of 25,425 acre-feet and a filling rate of 8,631 cfs from Adobe Creek and 840 cfs from the Arkansas River, appropriation date of December 29, 1908 (reservoir priority no. 41). m. Adobe Creek Reservoir, First Enlargement, with a storage capacity of 25,425 acre-feet and a filling rate of 1,466 cfs from the Arkansas River, appropriation date of March 1, 1910 (reservoir priority no. 50).

D. Catlin Canal. Water rights represented by shares of stock in the Catlin Canal Company, which owns and operates the Catlin Canal: 1) Water rights decreed for diversion at the Catlin Canal. a. 22 cfs in the water right assigned Priority No. 2 by the Decree of April 8, 1905, with an appropriation date of April 10, 1875. Pursuant to Reorganized Catlin Consolidated Canal Co. v. Hinderlider, 80 Colo. 522, 253 P. 389 (1927), this 22 cfs interest is required to be administered as junior to Fort Lyon Canal Company's Priority No. 4 water right, as described in the decree of August 21, 1905. b. 226 cfs in the water right assigned Priority No. 5 by the Decree of April 8, 1905, with an appropriation date of December 3, 1884. c. 97 cfs with an appropriation date of November 14, 1887 (priority no. 7).

E. Otero Canal. Water rights represented by shares of stock in the Otero Ditch Company, which owns and operates the Otero Canal: 1) Water rights decreed to the Otero Canal for 123 cfs with an appropriation date of March 3, 1890, Bent County District Court, April 08, 1905 (priority no. 13); and 334.92 cfs with an appropriation date of February 2, 1903, Bent County District Court, August 30, 1922 (priority no. 62).

F. Oxford Farmers Ditch. Water rights represented by shares of stock in the Oxford Farmers Ditch Company, which owns and operates the Oxford Farmers Ditch. 1) Water rights decreed to the Oxford Farmers Ditch in Bent County District Court on March 23, 1896. a. 116 cfs, with a priority date of February 26, 1887, (priority no. 53). b. 13.4 cfs, with a priority date of September 21, 1867 (priority no. 20), transferred from Enterprise Ditch.

G. Rocky Ford High Line Canal. Water rights

represented by shares of stock in the High Line Canal Company, which owns and operates the High Line Canal: 1) Water rights decreed to the Rocky Ford High Line Canal on March 23, 1896, in Water Dist. 14, Pueblo County District Court. a. 0.6 cfs, with an appropriation date of September 21, 1867 (priority no. 20) transferred from Enterprise Ditch. b. 2 cfs, with an appropriation date of March 11, 1886 (priority no. 50), transferred from Allen Ditch. c. 378 cfs with an appropriation date of January 6, 1890 (priority no. 60) (originally decreed for 418 cfs; 40 cfs transferred to Excelsior Ditch Company in CA9532 on September 15, 1905). d. 2.5 cfs with an appropriation date of January 6, 1890 (priority no. 61), transferred from Allen Ditch. 2) Water rights decreed to the Rocky Ford High Line Canal on April 27, 1900, in Water Dist. 14, Pueblo County District Court. a. 16 cfs, with an appropriation date of July 1, 1869 (priority no. 25), transferred from Ballow Hill Ditch. b. 30 cfs, with an appropriation date of June 30, 1885 (priority no. 48), transfer from Ballow Hill Ditch (Enlargement). 3) Water rights decreed to the Rocky Ford High Line Canal in CA9530, March 23, 1896, in Water Dist. 14, Pueblo County District Court. a. 40 cfs, with an appropriation date of December 31, 1861 (priority no. 4), transferred from Excelsior Ditch. 4) Water rights decreed in Bent County District Court, April 8, 1905, for 32.5 cfs with a priority date of March 7, 1884 (priority no. 3), transferred from Las Animas Consolidated Canal in Case No. W0065 on October 15, 1971. H. Winter Water Storage. The so-called Winter Water Storage Decree permits all major ditches on the mainstem of the Arkansas River between Pueblo Reservoir and John Martin Reservoir (except the Otero Ditch and the Rocky Ford Ditch) to store river flows from November 15 to March 15 in excess of the amount necessary to supply senior priorities not participating in the winter water storage program. Applicants herein claim the right of substitution and exchange of the Lessors' pro-rata share of the water and water rights to be used for substitution and exchange listed in paragraph 6 and its subparagraphs above that have been previously exchanged and stored pursuant to the Winter Water Storage Decree. 1) Case No.: 84CW179 District Court, Water Div. No. 2. 2) Source: Arkansas River. 3) Adjudication Date: November 10, 1987. 4) Amount claimed: The Decree permits participating ditches to store river flows from November 15 to March 15 in excess of the amount necessary to supply senior priorities not participating in the winter water storage program in Pueblo Reservoir, John Martin Reservoir, and off-channel storage facilities of such ditches. 5) Decreed Use: Under the decreed change, substitution and exchange, no changes of use were requested. Each applicant retained its own decreed purpose or uses. I. This Amended Application does not seek to adjudicate changes of any source of exchange water. Any source of exchange water, as described above, may be used for exchange only if such use is authorized, either by decree or statutorily authorized administrative approval, including but not limited to, such approval as authorized by C.R.S. §§ 37-92-308, 37-92-309, or 37-83-101 et seq. **7. Details of appropriations for exchange**: A. Date of initiation of appropriations: November 18, 2009. B. How appropriations were initiated: By formation of intent to appropriate supported by, among other actions, the following. 1) Engineering, economic and legal analyses, negotiations with potential Lessees, and other activities to establish a voluntary land-fallowing water-leasing program in the Lower Valley; 2) Incorporation of Super Ditch to provide water services by which shareholders of Valley Ditch Companies may voluntarily lease water for use by others; 3) Authorization by Applicants' Boards of

Directors for counsel and engineers to prepare and file this Application; and 4) The Lower Ark District has expended in excess of \$2 million on the above actions to establish a voluntary land-fallowing water-leasing program in the Lower Valley. **C. Date water applied to beneficial use:** Not applicable. **8. Amount claimed:** A. The conditional instantaneous rates of exchanges claimed are summarized in the matrix in paragraph 2.C and set forth in detail in paragraph 4. B. The total annual volume of exchanges claimed is 58,000 acre-feet (conditional). The total annual exchange volume claimed is equal to the maximum amount of water that may be requested by the Lessees assuming their maximum respective demands occur in the same year. **9. Proposed uses and places of use of exchanged water:** A. Water will be used by substitution and exchange, either directly or following storage or recharge, for all purposes for which the substitute supplies described above are currently decreed, or may be decreed or administratively approved in the future. No changes of water rights are decreed in this matter; however, the Applicants currently anticipate they and/or others will file change of water rights application(s) or other administrative approval applications in the future to allow the substitute water supplies to be used for: 1) Replacement of historical return flows associated with changed water rights. 2) Domestic, irrigation and stock watering on lands served by the Fort Lyon Canal, Fort Lyon Storage Canal, Holbrook Canal (a.k.a. Lake Canal), Catlin Canal, Otero Canal, Oxford Farmers Ditch, Rocky Ford High Line Canal, Bessemer Ditch, Pueblo Reservoir, Excelsior Ditch, Colorado Canal, Lake Meredith Reservoir, Dye Reservoir, and Holbrook Reservoir. 3) Augmentation and replacement of depletions resulting from the use of water from other sources, including, but not limited to, Rule 14 Plans and Rule 10 Compact Compliance Plans and other decreed or administratively approved augmentation plans within Lower Ark District. 4) All irrigation and municipal purposes, including without limitation, domestic, agricultural, industrial, commercial, irrigation, stock watering, fire protection, recreation, fish and wildlife preservation and propagation, and all other beneficial purposes within the service area of the City of Colorado Springs, Security Water District, the service areas of members of the Pikes Peak Regional Water Authority (including, among others, the City of Fountain, the Town of Monument, the Town of Palmer Lake, Cherokee Metropolitan District, Donala Water & Sanitation District, and Triview Metropolitan District), by customers of Stonewall Springs Quarry, LLC, and the service area of the City of Aurora, as such service areas exist now and in the future. 5) Recharge of Arkansas River Basin ground water, recharge of Denver Basin aquifers, including relinquishment pursuant to C.R.S. § 37-90-137(9)(b), and recharge of the Upper Black Squirrel Creek Designated Basin alluvial aquifer. B. The water diverted by substitution and exchange may be used, reused, successively used and disposed to extinction for the above purposes to the extent the substitute supplies are decreed or administratively approved for such use. **10. Relation Back:** Pursuant to C.R.S. § 37-92-306.1, Applicants seek to relate back the filing date of this application for exchange rights to December 2009, based on the exchange application filed in Case No. 09CW140. **11. Names and addresses of owners of land upon which any new diversion or storage structure or modification to any exiting diversion or storage structure or existing storage pool is or will be constructed or upon which water is or will be stored:** A. Fort Lyon Canal: Fort Lyon Canal Company, 750 Bent Avenue, Las Animas, CO 81054. B. Fort Lyon Storage Canal: Fort Lyon Canal Company, 750

Bent Avenue, Las Animas, CO 81054. C. Holbrook Reservoir: Holbrook Mutual Irrigation Company, 23207 Hwy 266, Rocky Ford, CO 81067. D. Holbrook Dye Reservoir: Holbrook Mutual Irrigation Company, 23207 Hwy 266, Rocky Ford, CO 81067. E. Holbrook Canal (a.k.a. Lake Canal): Holbrook Mutual Irrigation Company, 23207 Hwy 266, Rocky Ford, CO 81067. F. Lake Meredith: Colorado Canal Company, P.O. Box 8, Ordway, CO 81063. G. Colorado Canal: Colorado Canal Company, P.O. Box 8, Ordway, CO 81063. H. Catlin Canal: Catlin Canal Company, 917 Elm, Rocky Ford, Colorado 81067. I. Otero Canal: Otero Canal Company, P.O. Box 239, La Junta, CO 81050. J. Oxford Farmers Ditch: The Oxford Farmers Ditch Headgate and Augmentation Station are owned by the Oxford Farmers Ditch Company, 200 Main St., Fowler, Colorado 81039. According to the real property records of Pueblo County, Colorado, portions of the land underlying the diversion point for the Oxford Farmers Ditch are owned by Daniel J. & Barbara J. Gaudreault, P.O. Box 69, Elizabeth, Colorado 80107. K. Rocky Ford High Line Canal: High Line Canal Company, 963 Elm, Rocky Ford, CO 81067. L. Stonewall Springs: Mark Morley, 20 Boulder Crescent, 2nd Floor, Colorado Springs, CO 80903. M. Excelsior Ditch: Excelsior Irrigating Company, c/o Scott Lorenz, P.O. Box 11446, Pueblo, CO 81001. N. Pueblo Reservoir: United States Department of Interior, Bureau of Reclamation, 11056 West County Road 18E, Loveland, CO 80537-9711. **12. Remarks:** The description of or reference to structures and water rights herein, other than the proposed exchanges described in this application, does not seek to amend or limit the decrees for those structures and water rights, and errors and omissions in such descriptions and references shall not prejudice the owners of those structures and water rights. WHEREFORE, Applicants request that this Court enter a decree that: 1. Approves the substitutions and exchanges and dates of appropriations requested herein; 2. Finds that there will be no injury to any owner of or persons entitled to use water under a vested water right or decreed conditional right; and 3. Granting such other and further relief as the Court deems proper.

CASE NO. 11CW64 – BRADY BROTHERS, INC., 829 Brewster Avenue, Canon City, CO 81212 (Donald F. Cutler, IV, Cutler Law Office, LLC, Attorney for Applicant, 7990 W. Hwy. 50, Suite E, Salida, CO 81201; (719) 539-5017)
Amended Application for Underground Water Right

FREMONT COUNTY

Name of well and permit, registration or denial number: Structure ID 1205405.
Legal description of well: Fremont County, SE ¼ of the SE ¼ Section 31, Township 18 South, Range 70 West, 6th P.M., 394 feet from the South line and 208 feet from the East line. **Street Address:** 829 Brewster Avenue, Canon City, CO 81212. **Source of water:** Groundwater tributary to the Arkansas River. **Depth of well:** 12'. **Date of appropriation:** December 31, 1958; **How appropriation initiated:** Digging of well, nursery irrigation. **Date water applied to beneficial use:** December 31, 1958. **Amount claimed:** 30 gpm Absolute. **Proposed use:** If irrigation, complete the following: **Number of acres historically irrigated:** 2.41 acres; **Total number of acres proposed to be irrigated:** 2.41 acres; **Legal description of the land irrigated:** Evergreen and deciduous tree and plant nursery. **Name(s) and address(es) of owner(s) or reputed owners of the land upon which any new diversion or storage structure, or modification to any existing diversion or storage structure is or will**

be constructed or upon which water is or will be stored, including any modification to the existing storage pool: City of Canon City (lease holder), 128 Main Street, Canon City, CO 81212; Dick and Rhoda Brady, 827 Brewster Avenue, Canon City, CO 81212. **Remarks:** Applicant seeks 1958 decreed date of appropriation for inclusion of well in AGUA Rule 14 plan; associated Substitute Water Supply Plan submitted to the State Engineer was approved.

CASE NO. 12CW22 – ALYNNE PRICE and RALPH PRICE, P. O. Box 217, Gardner, CO 81040; (719) 746-2905

Amended Application for Absolute Underground Water Right

HUERFANO COUNTY

Name of well and permit, registration or denial number: Permit 50628. **Legal description of well (PLSS):** Huerfano County, SE ¼ of the SW ¼ Section 13, Township 26 South, Range 70 West, 6th P.M., 230 feet from the South line and 2920 feet from the East line. **Source of PLSS information:** GPS reading by field inspection (Ray Garcia, Water Commissioner). **Source of water:** Huerfano River, Huerfano County. **Depth of well:** 73 feet. **Date of appropriation:** May 1930. **How appropriation was initiated:** well dug. **Date water applied to beneficial use:** May 1930. **If well is tributary:** **Amount claimed in gallons per minute:** 50 gpm **Absolute Use or proposed use:** Ordinary household purposes inside one single-family dwelling, fire protection, irrigation of less than one acre of garden and lawn, and watering of domestic animals. **Name(s) and address(es) of owner(s) or reputed owners of the land upon which any new diversion or storage structure, or modification to any existing diversion or storage structure is or will be constructed or upon which water is or will be stored, including any modification to the existing storage pool:** Applicants.

CASE NO. 12CW40 – MARY JENSEN and JOSEPH A.O. PFANDER, 25863 State Highway 69, Gardner, CO 81040; (719) 746-2233

Application for Absolute Underground Water Right

HUERFANO COUNTY

Name of well and permit, registration or denial number: Mary and Joseph's Well; Permit 288039. **Legal description of well (PLSS):** Huerfano County, SW ¼ of the SW ¼ Section 13, Township 26 South, Range 70 West, 6th P.M., 30 feet from the South line and 1550 feet from the West line. **Source of PLSS information:** USGS Topographic map. **Street Address:** 25863 State Highway 69, Gardner, CO 81040. **Source of water:** Huerfano River – groundwater tributary. **Date of appropriation:** Existing since 1938. **How appropriation was initiated:** Well driller unknown. **Date water applied to beneficial use:** 1938. **If well is tributary:** **Amount claimed in gallons per minute:** 50 gpm **Absolute Use or proposed use:** Fire protection, watering of livestock, domestic animals and poultry and irrigation of not more than one acre of home gardens and lawn. **Name(s) and address(es) of owner(s) or reputed owners of the land upon which any new diversion or storage structure, or modification to any existing diversion or storage structure is or will be constructed or upon which water is or will be stored, including any modification to the existing storage pool:** Applicants.

CASE NO. 12CW41 – EARL and BARBARA DEARDORFF, 643 CR 572, Gardner, CO 81040; (719) 746-2026

Application for Absolute Underground Water Right
HUERFANO COUNTY

Name of well and permit, registration or denial number: Permit 214422. **Legal description of well (PLSS):** Huerfano County, SE ¼ of the NW ¼ Section 17, Township 27 South, Range 70 West, 6th P.M., 2000 feet from the North line and 2850 feet from the East line. **Street Address:** 693 CR 572, Gardner, CO 81040. **Source of water:** Ground water tributary to the Huerfano. **Depth of well:** 293 feet. **Date of appropriation:** 12/3/98. **How appropriation was initiated:** Well permit application. **Date water applied to beneficial use:** 8/9/2000. **If well is tributary:** **Amount claimed in gallons per minute:** 15 gpm Absolute **Use or proposed use:** Household – one single-family dwelling, 1 acre of lawn and garden, fire protection, livestock, and domestic animals. **Name(s) and address(es) of owner(s) or reputed owners of the land upon which any new diversion or storage structure, or modification to any existing diversion or storage structure is or will be constructed or upon which water is or will be stored, including any modification to the existing storage pool:** Applicants.

CASE NO. 12CW42 – CHRIS EVANS - This case was filed during May 2012, but the Water Judge ordered that this case not be published until an amended application is filed.

CASE NO. 12CW43 – GAIL SEITZ, P. O. Box 224, Gardner, CO 81040; (719) 746-2788

Application for Absolute Underground Water Right
HUERFANO COUNTY

Name of well and permit, registration or denial number: Permit 155346-A. **Legal description of well (PLSS):** Huerfano County, NE ¼ of the NW ¼ Section 29, Township 26 South, Range 69 West, 6th P.M., 150 feet from the North line and 1800 feet from the West line. **Source of PLSS information:** Well permit. **Street Address:** 23461 Hwy. 69, Gardner, CO 81040. **Subdivision:** Colorado Land and Grazing Ranch, Lot 61. **Source of water:** Huerfano River. **Depth of well:** 105 feet. **Date of appropriation:** September 20, 1989. **How appropriation was initiated:** The date the original well permit was approved. **Date water applied to beneficial use:** 9/23/89. **If well is tributary:** **Amount claimed in gallons per minute:** 15 gpm Absolute **Use or proposed use:** Household – one single-family dwelling, 1 acre of lawn and garden, fire protection, livestock, and domestic animals. **Name(s) and address(es) of owner(s) or reputed owners of the land upon which any new diversion or storage structure, or modification to any existing diversion or storage structure is or will be constructed or upon which water is or will be stored, including any modification to the existing storage pool:** Applicant.

CASE NO. 12CW44 – PROTEST TO REVISED ABANDONMENT LIST. Protestant: Fountain Mutual Irrigation Company Structure: Fountaine Ditch (a/k/a Fountain Ditch). Source: Fountain Creek, tributary to the Arkansas River.

CASE NO. 12CW45; Previous Case No. 04CW101 - CHARLES CASTRO, 1107 West Laurel, San Antonio, TX 78201 (David M. Shohet, Felt, Monson & Culichia, LLC, Attorneys for Applicant, 319 North Weber Street, Colorado Springs, Colorado 80903, (719) 471-1212, dms@fmcwater.com.)

Application for Finding of Reasonable Diligence and to Make Partially Absolute. **PUEBLO COUNTY.**

II. Names of Conditional Water Rights. Castro Pond 1, Castro Pond 2, and the Castro Exchange. **III. Decree Information of Conditional Water Rights.** **A. Date of Original Decree.** May 23, 2006. **B. Case No.** 04CW101. **C. Court.** District Court, Water Division 2. **IV. Description of Conditional Storage Rights.** **A. Legal Descriptions of Storage Rights.** Castro Pond 1 is an off-channel pond located in the SW 1/4 of Section 30, Township 23 South, Range 68 West of the 6th Principal Meridian, the center of the pond being within 200 feet of a point located approximately 1,318 feet north of the south section line and 1,674 feet east of the west section line of Section 30. Castro Pond 2 is an off-channel pond located in the SW 1/4 of Section 30, Township 23 South, Range 68 West of the 6th Principal Meridian, the center of the pond being within 200 feet of a point located approximately 2,285 feet north of the south section line and 1,075 feet east of the west section line of Section 30. **B. Amounts of Storage Rights.** Castro Pond 1 is decreed for 0.47 acre-feet, conditional, with the right to fill and refill. The maximum surface area of Castro Pond 1 is 0.14 acres. Castro Pond 2 is decreed for 0.50 acre-feet, conditional, with the right to fill and refill. The maximum surface area of Castro Pond 2 is 0.26 acres. **C. Source of Storage Rights.** The physical sources for filling, refilling, and topping off Castro Pond 1 are Castro Spring, Castro Diversion, and the Castro Well. The physical sources for filling, refilling, and topping off Castro Pond 2 are the Castro Well and the Castro Diversion. **i. Castro Spring** Castro Spring is located in the SW 1/4 of Section 30, Township 23 South, Range 68 West of the 6th P.M., within 200 feet of a point located 2,000 feet east of the west section line and 1,237 feet north of the south section line of Section 30 and is decreed at a rate of 0.10 cfs for fill of Castro Pond 1. The source of Castro Spring is spring water tributary to an unnamed tributary of Willis Creek, tributary to the St. Charles River, tributary to the Arkansas River. **ii. Castro Well.** Castro Well is located in the SW 1/4 of Section 30, Township 23 South, Range 68 West of the 6th Principal Meridian, approximately 2,360 feet north of the south section line and 704 feet east of the west section line of Section 30 and is decreed to fill both the Castro Pond 1 and 2 at a rate of 30 g. p.m. The source of Castro Well is alluvial groundwater tributary to an unnamed tributary of Willis Creek, tributary to the St. Charles River, tributary to the Arkansas River. **iii. Castro Diversion.** The Castro Diversion is located in the SW 1/4 of Section 30, Township 23 South, Range 68 West of the 6th Principal Meridian, within 200 feet of a point located approximately 2,375 feet north of the south section line and 1,090 feet east of the west section line of Section 30 and is decreed to fill both the Castro Pond 1 and 2 at a rate of 1.0 c.f.s. The source of Castro Diversion is an unnamed tributary of Willis Creek, a tributary of St. Charles River, a tributary of the Arkansas River. **D. Uses of Storage Rights.** The

uses for Castro Pond 1 and Castro Pond 2 are fire protection, recreational, piscatorial, fish and wildlife habitat, aesthetic, watering of domestic animals and livestock. In addition, Castro Pond 2 may be used for augmentation of out of priority diversions to Castro Pond 1 to replace evaporative losses to Castro Pond 1 in accordance with the decree entered in Case No. 04CW101. **E. Dates of Appropriation of Storage Rights.** The appropriation date for Castro Pond 1 and Castro Pond 2 is May 22, 2004. **V. Description of Conditional Exchange.** **A. Amount of Conditional Exchange.** Up to 1.0 acre foot of water at an exchange rate of 0.890 c.f.s. **B. Sources of Exchange Water.** Nontributary water from the Dakota Aquifer diverted by the Hollyrood Well 3A and Hollyrood Well 4A (collectively, the “Hollyrood Wells”), as quantified and decreed in Water Division 2 in Case Nos. W0061 (73), W0061 (78), 82CW172 (W0061), 87CW10 (W0061) and 00CW54. Hollyrood Well 3A is located in the NW 1/4 of the SW 1/4 Section 27, Township 23 South, Range 67 West of the 6th Principal Meridian in Pueblo County, Colorado, and registered as Well Permit No. 014193-F. Hollyrood Well 4A is located in the NW 1/4 of the SE 1/4 of Section 28, Township 23 South, Range 67 West of the 6th Principal Meridian in Pueblo County, Colorado, and registered as Well Permit No. 014194F. **C. Priority Date of the Conditional Exchange.** May 22, 2004. **D. Uses of the Exchange Water.** For storage in Castro Ponds 1 and 2 for their decreed uses. **E. Exchange Reach.** The “exchange-from” point is from the confluence of the St. Charles River and Spring Branch Creek, approximately on the East 1/2 of Section 14, Township 23 South, Range 68 West of the 6th Principal Meridian, up the south fork of the St. Charles River, to the unnamed tributary of Willis Creek, and up the tributary to the first “exchange-to” point, which is Castro Spring, as described above. The exchange continues from Castro Spring, further up the unnamed tributary to the “exchange-to” points of Castro Well and Castro Diversion, as described above. **F. Uses of the Exchange Water.** Storage in Castro Pond 1 and Castro Pond 2, for their decreed uses. **VI. Outline of Work Done Towards Completion of Appropriation and Application of Water to Beneficial Use.** In Case No. 04CW101, the Applicant obtained two conditional storage rights, Castro Pond 1 and Castro Pond 2. Case No. 04CW101 also decreed a plan for augmentation to replace out of priority depletions associated with the ponds using nontributary water diverted from the Hollyrood Wells. The decree entered in Case No. 04CW101 also decreed a conditional exchange of the augmentation water to Applicant’s points of diversion. During this diligence period, Applicant has constructed both Castro Pond 1 and 2. Applicant has filled both ponds with water diverted from Castro Spring, Castro Diversion, and the Castro Well. To fill the ponds and to keep them top-off, Applicant has exercised the Castro Exchange to its full decreed amount since 2008 for the operation of the decreed augmentation plan in Case No. 04CW101. Applicant spent \$47,000.00, for labor, material, and equipment to construct Castro Pond 1 and 2. Applicant further spent \$25,000.00 for labor, material, and equipment to construct the Castro Spring and Castro Diversion, for diversion of water into Castro Pond 1 and 2. Applicant was also awarded a conditional decree from the Castro Spring, in Case No. 02CW159. During this diligence period, Applicant obtained an absolute decree for the Castro Spring in Case No. 09CW74, and integrated part of Applicant’s water system. Applicant also repermited the Castro Well, which well is now permitted as Well Permit No. 64927-F, for use under the augmentation plan decreed in Case No. 04CW101. During this diligence period, Applicant has spent over

\$82,000.00 on the direct development of the conditional water rights and their application to beneficial use. Applicant has also incurred legal, engineering, and administrative fees related to its water supply system consisting of, without limitation, water supply and distribution analysis, water rights planning, Water Court filings, well permitting, and water rights administration matters. Applicant has, therefore, devoted substantial efforts toward the development of his water rights, the present and further application of water from Castro Ponds 1 and 2 and the Castro Exchange to beneficial use. **VII. Claims to Make Absolute. A. Castro Conditional Exchange. 1. Amount of Conditional Exchange.** 1 acre foot of water at an exchange rate of 0.890 c.f.s. **2. Sources of Exchange Water.** Nontributary water from the Dakota Aquifer diverted by the Hollyrood Well 3A and Hollyrood Well 4A (collectively, the “Hollyrood Wells”), as quantified and decreed in Water Division 2 in Case Nos. W0061 (73), W0061 (78), 82CW172 (W0061), 87CW10 (W0061) and 00CW54. Hollyrood Well 3A is located in the NW 1/4 of the SW 1/4 Section 27, Township 23 South, Range 67 West of the 6th Principal Meridian in Pueblo County, Colorado, and registered as Well Permit No. 014193-F. Hollyrood Well 4A is located in the NW 1/4 of the SE 1/4 of Section 28, Township 23 South, Range 67 West of the 6th Principal Meridian in Pueblo County, Colorado, and registered as Well Permit No. 014194F. **3. Priority Date of the Conditional Exchange.** May 22, 2004. **4. Uses of the Exchange Water.** For storage in Castro Ponds 1 and 2 for their decreed uses. **5. Exchange Reach.** The “exchange-from” point is from the confluence of the St. Charles River and Spring Branch Creek, approximately on the East 1/2 of Section 14, Township 23 South, Range 68 West of the 6th Principal Meridian, up the south fork of the St. Charles River, to the unnamed tributary of Willis Creek, and up the tributary to the first “exchange-to” point, which is Castro Spring, as described above. The exchange continues from Castro Spring, further up the unnamed tributary to the “exchange-to” points of Castro Well and Castro Diversion, as described above. **6. Uses of the Exchange Water.** Storage in Castro Pond 1 and Castro Pond 2, for their decreed uses. **7. Date Exchange was place to Beneficial Use.** November 1st, 2008. **VI. Name and address of the owners of land on which structure is located, upon which water is or will be stored, or upon which water is or will be placed to beneficial use.** All structures are on Applicant’s property.

CASE NO. 12CW46 – COMPLAINT. This case is a complaint and is being listed in the resume to account for the case number in consecutive order.

CASE NO 12CW47; Previous Case Nos. 96CW229 and 05CW77 - LUDWIG BOHLER, 35 Technology Drive, Warren, New Jersey 07059 (Lee H. Johnson and Leila C. Behnampour, Carlson, Hammond & Paddock, L.L.C., Attorneys for Applicant, 1900 Grant Street, Suite 1200, Denver, CO; (303) 861-9000)

Application for Finding of Reasonable Diligence
HUERFANO COUNTY, COLORADO

2. Name of Structure: A. Sheep Mountain Well No. 1. **3. Description of conditional water right:** **A. Date of Original Decree:** October 25, 1999. Case No. 96CW229, Water Court, Division 2, State of Colorado. **B. Subsequent Decree Finding Diligence:** May 9, 2006, Case No. 05CW77, Water Court, Division 2, State of

Colorado. **C. Location of Structure:** In the SE1/4NE1/4 Section 18, Township 28 South, Range 69 West, 6th P.M., at a point 800 feet west of the east line and 2160 feet south of the north line of said Section 18. **D. Source:** Groundwater tributary to Yellowstone Creek, tributary to South Oak Creek, tributary to Huerfano River. **E. Appropriation Date and Amount:** October 7, 1996, for 15 g.p.m., conditional. **F. Use:** Ordinary household purposes, fire protection, the watering of poultry, domestic animals and livestock on farms and ranches, and for the irrigation of not over one acre of home gardens and lawns, but not to be used for more than three single-family dwellings. **4. Detailed outline of what has been done toward completion of the appropriation and application to a beneficial use.** A. Sheep Mountain Well No. 1 is located on and appurtenant to the Moonshine Ranch. Applicant holds a lease for said well authorizing the filing of this application. Moreover, Applicant is under contract to purchase the Moonshine Ranch, along with its appurtenances, including the Sheep Mountain Well No. 1 and has conducted significant due diligence investigations related to the land and water rights associated with this purchase, including Sheep Mountain Well No. 1. Costs associated with these efforts were incurred during the diligence period. B. On information and belief, the current owners of the Sheep Mountain Well No. 1 have continued to operate the immediately adjacent Sheep Mountain Spring No. 1. As noted in the prior diligence decree, these efforts improve the reliability of the Sheep Mountain Spring No. 1 which is located about ten feet from the location of the subject well. Moreover, these efforts allow for the development of a better understanding of the movement of ground water in this immediate area, which will allow the correct design and construction of the subject well. These activities have been conducted during the diligence period. **5. Water applied to beneficial use:** N.A. **6. Name(s) and address(es) of owner(s) or reputed owners of the land upon which any new diversion or storage structure, or modification to any existing diversion or storage structure is or will be constructed or upon which water is or will be stored, including any modification to the existing storage pool:** On information and belief, the Sheep Mountain Well No. 1 and the Moonshine Ranch are owned by Mr. and Mrs. Usry, P.O. Box 1393, Flowood, MS, 39232. The property is currently the subject of a Contract to Buy and Sell Real Estate between those individuals and the applicant. The Sheep Mountain Well No. 1 will be located on the Moonshine Ranch property. In compliance with § 37-92-302(2)(b), C.R.S., a copy of this application will be sent by certified or register mail to Mr. and Mrs. Usry. **WHEREFORE**, Applicant requests the Court to enter a decree finding reasonable diligence for Sheep Mountain Well No. 1, and providing that a subsequent showing of diligence for the conditional water right be made six years from the date of entry of a decree of diligence.

CASE NO. 12CW48; Previous Case Nos. 95CW194 & 05CW100 – JOHN HIGHTOWER, P.O. BOX 1000, Salida, CO 81201 (Dustin T. Hughes, Anderson & Hughes, P.C., Attorneys for Applicant, 7385 W. Hwy 50, Salida, CO 81201; (719) 539-7003.)

Application to Make Water Right Absolute
FREMONT COUNTY

Name of Structure: Hightower Spring No. 1. **Description of Conditional Water Right. Date of Original Decree:** December 13, 1999, Case No. 95CW194, Water

Division 2. **Date of Subsequent Decree Finding Diligence:** May 15, 2006, Case No. 05CW100(95CW194), Water Division 2. **Legal Description:** A point in the SE ¼ of Section 27, T49N, R9E, NMPM, Fremont County Colorado, from which the ¼ corner of Sections 27 and 34 bears South 43°15' West, a distance of 1457 feet. **Source:** An unnamed tributary of Bear Creek, a tributary of the Arkansas River. **Appropriation Date:** May 3, 1995. **Amount:** 0.15 cfs. **Use:** Livestock, irrigation, fish culture, recreation and wildlife. **Outline of Work Done for Completion of Appropriation and Application of Water to Beneficial Use:** Applicant has engaged in minimal earthmoving, engineering, purchased fish for the propagation of fish culture, and permitted livestock to water from the spring and graze the property surrounding the stream, including expenditures of approximately \$150.00. **Claim to Make Absolute in Whole or In Part. Date Water Applied to Beneficial Use:** May 3, 1995. **Amount:** 0.15 cfs. **Use:** Livestock, fish culture, recreation, and wildlife. **Description of Place of Use Where Water is Applied to Beneficial Use:** The water from this spring is naturally impounded by previously existing natural terrain making a pool of water of approximately 1880 square feet or .043 acres. Said pool is located on applicant's property and described using UTM coordinates of Northing 4257933.72 Easting 416433.76, Zone 13. **Remarks:** Applicant no longer seeks the appropriate use of irrigation of Ten (10) +/- acres from this spring.

CASE NO. 12CW49; Previous Case Nos. 96CW229 and 05CW77(96CW229) – TOM and JACKIE USRY, 205 Covenant Crossing, Flowood, MS 39232; (601) 624-1774

Application for Finding of Reasonable Diligence

HUERFANO COUNTY

Name of Structure: Sheep Mt. Well No. 1. **Describe conditional water right: Date of Original Decree:** 12/31/1996 (Court records reflect the Application in Case No. 96CW229 was filed on December 31, 1996; the Decree was entered on September 21, 1999); **Case No.** 96CW229; **Court:** District Court, Water Division 2. **Subsequent decree awarding findings of diligence: Date of Decree:** 1/23/1997 (Court records reflect the Decree in Case No. 05CW77 was entered in May 9, 2006); **Case No.** 05CW77; **Court:** District Court, Div. 2. **Legal Description:** In the SE ¼ NE ¼ Sec. 18, Township 28 South, Range 69 West of the 6th P.M. in Huerfano County, Colorado, at a point 800 feet west of the east line and 2160 feet south of the north line of said Section 18. **Source of water:** ground water tributary to Yellowstone Creek, South Oak Creek, Huerfano River. **Appropriation Date:** October 7, 1996; **Amount:** 15 gallons per minute. **Use:** Ordinary household purposes, fire protection, watering of poultry, domestic animals and livestock, the irrigation of not over 1 acre. **Provide a detailed outline of what has been done toward completion of the appropriation and application of water to a beneficial use as conditionally decreed:** Since the purchase of the property formerly owned by John K. Vanier, I have had a well company try to decide exactly where to drill and how to best access the property. **Name(s) and address(es) of owner(s) or reputed owners of the land upon which any new diversion or storage structure, or modification to any existing diversion or storage structure is or will be constructed or upon which water is or will be stored, including any modification to the existing storage pool:** Applicants.

CASE NO. 12CW50; Previous Case No. 05CW38 – MOUNT ELBERT WATER ASSOCIATION, c/o Jenelle Ortiz, President, 312 Mount Elbert Drive, Twin Lakes, CO 81251

(Please direct all correspondence to: Paul G. Anderson, Attorney for Applicant, P. O. Box 50631, Colorado Springs, CO 80949-0631 with a copy to: MaryAnn M. McGeady, General Counsel, McGeady Sisneros, P.C., 450 – 17th Street, Suite 400, Denver, CO 80203-1212)

Application for Finding of Reasonable Diligence and to Make Conditionally Decreed Pumping Rate Absolute

LAKE COUNTY, COLORADO

INTRODUCTION. As further detailed below, the Mount Elbert Water Association (“Association”) seeks a finding of reasonable diligence on an additional annual water withdrawal of 7.55 acre-feet that was conditionally decreed in Case No. 05CW38 by the Water Court, and to decree as absolute an additional 10 gallons per minute (gpm) to the currently decreed 20 gpm pumping rate, as concerning the Ross Well. **Name of ditch or structure:** Ross well (permit #145450-F-R). **Legal description:** NW ¼ NW ¼ Section 9, Township 11 South, Range 80 West, 6th P.M. **Source:** Alluvial groundwater. **Appropriation:** October 12, 1962. **Original Adjudication:** May 14, 1976, Case No. W-50(72), Water Division 2. **Amount:** 20 gpm, not to exceed 32.85 acre-feet per year. **Use:** Domestic and municipal. **Detailed outline of what has been done toward completion or for completion of the appropriation and application of water to a beneficial use as conditionally decreed, including expenditures:** The Decree in 05CW38 awarded conditional rights to the Ross well to pump at an additional 10 gpm for a maximum rate of 30 gpm, and to withdraw an additional 7.55 acre-feet per year or a maximum of 40.4 acre-feet annually. The 30 gpm pumping rate is the same pumping rate decreed for the Box Canyon well, while the additional annual withdrawal quantity would allow the Ross well to produce the maximum annual withdraw of 40.4 acre-feet consistent with the augmentation plan decree approved in Case No. 79CW139. Since 2006, the Association has used the Ross well continuously to supply the Association’s water system. A summary of the Ross well use is attached to the application.¹ (All exhibits mentioned herein are incorporated by reference and may be inspected at the office of the clerk of this Court.) In 2010 a booster pump was purchased for the Ross Well at a cost of \$1400 to enable it to increase, when necessary, water system pressure. In 2011 the Association also purchased a new SCADA system at a cost of \$10,000 and in 2012 procured additional instrumentation and telemetry upgrade at a cost of \$5300, to help the Association better operate the water system and more accurately track well use. Records maintained by the prior water system operator were reviewed to determine the actual pumping rate of the Ross well. The well’s water meter measures total daily flow into a water storage tank for the Ross well, while the SCADA tracks the total time (in hours) the Ross well pumped water. To determine a gallons per minute flow rate, total hours were converted to total minutes and the amount of water pumped into storage divided by total minutes. Using this calculation, the Ross well has pumped water at 30 gpm regularly since at least 2008, with a calculated maximum rate

¹ The Ross well water meter was broken in 2007. Though it is not certain how much water was pumped by the well for that year, it is believed to be similar to the total well production for 2006 of 3,785,400 gallons, or 11.62 acre-feet.

of 57 gpm. For the past several years according to the records attached to the application, water production from the Ross Well accounts for one-third to nearly one-half of all water produced for the Association's water system on an annual basis. Per the attachment to the Application, in 2009 the Ross well produced 5,911,350 gallons, or 18.1 acre-feet, which is about 45% of the maximum annual quantity of 40.4 acre-feet decreed in 79CW139. The calculated sustained pumping rate for the Ross well indicates the well is capable of producing up to the maximum annual quantity of 40.4 acre-feet each year if the Association's other wells (Box Canyon Well, Huntzinger No. 1) are not able to produce any water. Despite its efforts to do so, the Association has not been able to operate the Ross well so as to allow it to produce up to or near the maximum annual quantity of 40.4 acre-feet and thus seek an absolute decree for the additional 7.55 acre-feet of annual withdrawals. The Association has had to expend its limited funds on various water system maintenance issues in the last several years, totaling over \$300,000 in the last three years alone, including a booster pump for the Ross well and the locating and repairing water line leaks due to pipes freezing. In the near term, the Association intends to schedule and conduct various water system operations tests with each of the wells under the new SCADA system to determine how to best operate the wells so as to maximize well life and water production at a reasonable cost. These tests will include operating the Ross well exclusively to produce a water quantity above 32.85 acre-feet and up to 40.4 acre-feet. In light of these circumstances, the Association submits a finding of reasonable diligence is appropriate. **Claim to make absolute:** The Association seeks to decree the additional 10 gpm pumping rate as absolute for the Ross well, for a total decreed pumping rate of 30 gpm. The Association will continue to operate the water system wells so that any one well, or combination of wells, stays within the annual withdrawal amount of 40.4 acre-feet to ensure depletions associated with such well use are fully augmented as required by the augmentation plan decree terms and conditions.

THE WATER RIGHTS CLAIMED BY THE FOREGOING APPLICATION(S) MAY AFFECT IN PRIORITY ANY WATER RIGHTS CLAIMED OR HERETOFORE ADJUDICATED WITHIN THIS DIVISION AND OWNERS OF AFFECTED RIGHTS MUST APPEAR TO OBJECT AND PROTEST WITHIN THE TIME PROVIDED BY STATUTE, OR BE FOREVER BARRED.

YOU ARE HEREBY NOTIFIED that any party who wishes to oppose an application, or application as amended, may file with the Water Clerk a verified statement of opposition setting forth facts as to why the application should not be granted, or why it should be granted only in part or on certain conditions, such statement of opposition must be filed by the last day of July 2012, (forms available at Clerk's office or at www.courts.state.co.us, must be submitted in quadruplicate, after serving parties and attaching a certificate of mailing, filing fee \$130.00). The foregoing are resumes and the entire application, amendments, exhibits, maps and any other attachments filed in each case may be examined in the office of the Clerk for Water Division No. 2, at the address shown below.

Witness my hand and the seal of this Court this 11th day of June, 2012.



Mardell R. DiDomenico

Mardell R. DiDomenico, Clerk
District Court, Water Div. 2
Pueblo County Judicial Building
320 W. 10th Street
Pueblo, CO 81003; (719) 583-7048

(Court seal)
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