ARIZONA DEPARTMENT OF WATER RESOURCES, 3550 NORTH CENTRAL AVENUE, PHOENIX, AZ 85012-2105

AGSF 1
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ANNUAL WATER WITHDRAWAL AND USE REPORT

GROUNDWATER SUMMARY 2011

RECEIVED MAR 29 2012 ARIZONA DEPARTMENT OF WATER RESOURCES

OWNER OF GROUNDWATER RIGHT
NEW MERIDIAN SPE LLC
1121 W WARNER RD STE 109
TEMPE, AZ 85284-2819

REPORTING PARTY
58-111126.0013
NEW MERIDIAN SPE LLC
1121 W WARNER RD STE 109
TEMPE, AZ 85284-2819

TYPE OF RIGHT
IRRIGATION USE

RIGHT / PERMIT NO.
58-111126.0013

PHOENIX (602) 771-8585
LOCATION: SE 13 2.0S 7.0E
ALLOTMENT: 158.86 AF ACRES: 38.48

If any of the information pre-printed on this report is incorrect, please make the necessary changes.

PART I GROUNDWATER WITHDRAWN

From Box 14 Schedule A or Schedule A-GSF attached
Complete this section only if you operate a non-exempt well.

— ACRE - FEET X $ 3.00 Withdrawal Fee = $ —

PART II WATER DELIVERED TO OTHER RIGHTS

From Box 24 Schedule D attached

— ACRE - FEET

PART III WATER RECEIVED FROM OTHER SOURCES

Total from Schedule E attached

148 ACRE - FEET CAP

included by 57-2515

PART IV TOTAL WATER USED BY THIS RIGHT

Calculate as follows : Part I + Part III - Part II

148 ACRE - FEET included CAP

PART V LATE FEES

Complete if filing after March 31.

Note: A portion of a month after March 31 is counted as a full month.

1) Enter number of months late — (Maximum of 6)

2) Calculate Late Report Fee _____ $ —
($25.00 X number of months late)

3) Calculate Late Payment Fee _____ $ —
(10 % X number of months late X withdrawal fee calculated in Part I above)

PART VI TOTAL FEES DUE

Add amounts from Parts I and V $ Ø

Mail or hand deliver this report, together with the appropriate schedules, worksheets and fees to the Arizona Department of Water Resources. If mailed, the report must be postmarked no later than March 31, 2012. If hand delivered, the report must be received by the Department's Annual Reports & Planning Section no later than 5:00 PM on March 31, 2012.

REPORTS FILED AFTER MARCH 31, 2012 ARE SUBJECT TO LATE FEES (A.R.S. § 45-632) AND PAYMENT OF PREVIOUSLY WAIVED MONETARY PENALTIES ASSOCIATED WITH PRIOR GROUNDWATER CODE VIOLATIONS.

I hereby certify, under penalty of perjury, that the information contained in this report is, to the best of my knowledge and belief, true, correct and complete.

X [signature] AUTHORIZED SIGNATURE — Agent TITLE — 3/22/12 DATE

Melody Kavis PRINTED NAME — 480 831 2000 TELEPHONE NUMBER

NOTE: THIS REPORT MUST BE FILED EVEN IF NO WATER WAS USED PURSUANT TO THIS RIGHT.

SCHEDULE A-GSF

REPORT OF GROUNDWATER WITHDRAWALS
AND IN-LIEU WATER RECEIVED

ANNUAL REPORT 2011

Note: Pumpage for each well must be shown on the attached worksheet.
Information for up to four wells may be shown on each worksheet.

ARIZONA DEPARTMENT OF WATER RESOURCES

OWNER/OPERATOR

NEW MERIDIAN SPE LLC

1 RIGHT/PERMIT/BMP Farm Unit NO.

58-111126.0013

PART I GROUNDWATER WITHDRAWN

2 DWR WELL REGISTRATION NO.						3 Depth to Static Water Level (Designated Providers Only)			4 Ground-water Pumped	RECOVERED WATER PUMPED				PUMPED WATER RECEIVED IN EXCHANGE				13 Total Pumped
10 Q	40 Q	160 Q	LOCATION SEC	TWN	RNG	Date # 1 Date # 2	Msmt # 1 Msmt # 2	Well Running? (Y/N)		5 CAP	6 SW	7 EFF/IN	8 EFF/OUT	9 GW	10 CAP	11 SW	12 EFF	
14 TOTAL GROUNDWATER WITHDRAWN (acre-feet)																		

PART II IN-LIEU GROUNDWATER RECEIVED

15 WATER STORAGE PERMIT NUMBER	16 WATER STORAGE PERMIT HOLDER NAME	17 QUANTITY RECEIVED IN ACRE-FEET
	18 TOTAL IN-LIEU RECEIVED	
	19 TOTAL OF BOX 14 AND 18	

ADD TOTAL ACRE-FEET OF GROUNDWATER WITHDRAWN AND IN-LIEU WATER RECEIVED. ENTER IN PART I OF SUMMARY PAGE.

SCHEDULE E Part A -- All Users

ARIZONA DEPARTMENT OF WATER RESOURCES

Do not include any water sent directly to a storage facility on a municipal provider's behalf in Part A. Report water sent directly to storage facility on Part B.

Owner: NEW MERIDIAN SPE LLC

WATER RECEIVED FROM OTHER SOURCES

RIGHT/PERMIT/BMP Farm Unit NO.: 58-111126.0013

ANNUAL REPORT 2011

Part I -- Water Received from Primary Irrigation Districts / Municipal Providers

Irrigation District /Provider Number: 57-002515.0000

Your District User/ Account Number:

Provider/District Name: QUEEN CREEK IRRIGATION DISTRICT

Number of acres eligible to receive surface water: 38.48

Water Storage Permit if applicable (enter 73-xxxxxx.xxxx)	Measurement Method	Acre-feet Received by Water Type								
		Groundwater	In-lieu Groundwater	Decreed/ Appropri-ative	Normal Flow	Spillwater	CAP	Other	(Describe Other water)	Total Received
							148			148
Part I Total Acre-feet Received							148			148

Part II -- Water Received or Diverted from Sources Other Than Irrigation Districts / Municipal Providers

Right / Permit Number Supplying Water	Measurement Method	Acre-feet Received by Water Type								
		Groundwater	Decreed/ Appropri-ative	Normal Flow	Spillwater	CAP	Other	(Describe Other water)	Total Received
Part II Total Acre-feet Received									—

PART III - Water Received Pursuant to a Permitted or Enrolled Exchange Agreement

Exchange No. Supplying Water	Measurement Method	Exchange outside service area?	Payback for			Acre-feet Received in Exchange by Water Type					
			Quantity	Type	Year Given	GW	SRP	CAP	Effluent	Other SW	Total Received
67-											
67-											
67-											
Part III Total Acre-feet Received in Exchange											—

Sch. E Part A Total acre-feet of Water Received or Diverted from Other Sources (Part I + Part II + Part III) Enter Total on Part III of the Summary Page Part III: 148

rev. 09/10