

1 of the foregoing water purveyors as to which there is a water system agreement
2 or water service agreement providing for the provision of water service by such
purveyors.”

3 NOW, THEREFORE, having considered and reviewed the Motion to Modify, the points and
4 authorities in support thereof, the responsive papers filed by other parties, and having considered the
5 file in this matter and the arguments presented at the hearing on the Motion and in connection with
6 prior Class Certification proceedings, and good cause appearing thereon;

7 THE COURT FINDS AS FOLLOWS:

8 A. In order to achieve a comprehensive, binding, and lasting adjudication of the water
9 rights at issue in this matter, it is important that all landowners within the Antelope Valley Basin be
10 made parties to this proceeding. The Willis Class previously certified encompasses the bulk of the
11 property in the Basin that is not owned by one of the present parties to this litigation.

12 B. The Class previously certified by the Court requires modification in a few respects.
13 First, the Class should exclude all persons or entities who own a property of 100 or more acres, as
14 such persons should be individually named and served. Second, the Class should exclude all persons
15 who are already participating in this litigation.

16 C. The Class of private landowners set forth below satisfies all of the requirements of
17 Section 382 of the California Code of Civil Procedure and due process.

18 D. The proposed Class is so numerous that joinder of all members would be
19 impracticable.

20 E.. The claims asserted on behalf of Plaintiff Willis are typical of those asserted on
21 behalf of the absent Class members.

22 F. The claims asserted on behalf of the Class raise common issues of fact and law, which
23 predominate over any individual issues.

24 G. Willis is an adequate representative of the Class in that she is actively asserting her
25 rights and those of the absent Class members; and there is no adversity or conflict between Willis’
26 claims and those of the Class with respect to those issues.

27 H. Willis’ counsel is adequate and capable to represent the Class.

28 I. The Class is ascertainable through the use of existing well permit records. All

1 persons who own property within the Basin and have filed such well permits shall be deemed
2 excluded from the Class unless they affirmatively respond that they fall within the Class definition.

3 J. Class certification is the superior means to adjudicate this matter, especially in light
4 of the need to obtain a comprehensive adjudication of water rights that is binding on all landowners
5 within the Basin.

6 WHEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that:

7 1. The Court hereby modifies its prior Class Certification order in the following
8 respects:

9 A. The Class shall exclude all persons who own a property within the Basin of
10 100 or more acres.

11 B. The Class shall exclude all persons who are already participating in this
12 litigation.

13 C. The Class shall be deemed to exclude persons who own property within the
14 Basin as to which well permits have been filed, unless such persons
15 affirmatively respond to the Class Notice stating that they are within the
16 Class definition.

17 2. The Court's prior Class Certification Order remains binding in all other respects.

18 3. L.A. County Waterworks District No. 40 shall assemble a list of Class Members and
19 propose a means for sending Class Notice to such persons by _____ 2008.

20 4. Counsel for Willis shall revise the Proposed Notice to the Class that they lodged on
21 April 16, 2008 in accord with this Order and the Court's directions at the May 5,
22 2008 Case Management Conference and shall lodge a proposed revised Notice by
23 May __, 2008.

24 **IT IS SO ORDERED.**

25
26
27 Dated: _____

HON. JACK KOMAR
JUDGE OF THE SUPERIOR COURT

1 **PROOF OF SERVICE**

2 I, Ashley Polyascko, declare:

3 I am a resident of the State of California and over the age of eighteen years, and not a
4 party to the within action; my business address is 625 Broadway, Suite 635, San Diego,
California, 92101. On **May 2, 2008**, I served the within document(s):

5 **PLAINTIFF WILLIS' [PROPOSED] ORDER MODIFYING DEFINITION OF A
6 PLAINTIFF CLASS**

7 by posting the document(s) listed above to the Santa Clara County Superior Court
8 website in regard to the Antelope Valley Groundwater matter.

9 by placing the document(s) listed above in a sealed envelope with postage thereon
10 fully prepaid, in the United States mail at San Diego, California addressed as set
11 forth below:

12 by causing personal delivery by Cal Express of the document(s) listed above to the
13 person(s) at the address(es) set forth below.

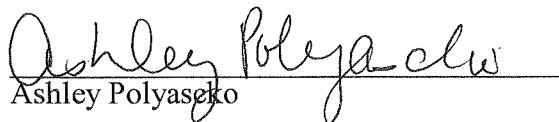
14 by personally delivering the document(s) listed above to the person(s) at the
15 address(es) set forth below.

16 I caused such envelope to be delivered via overnight delivery addressed as
17 indicated on the attached service list. Such envelope was deposited for delivery
18 by UPS following the firm's ordinary business practices.

19 I am readily familiar with the firm's practice of collection and processing correspondence
20 for mailing. Under that practice it would be deposited with the U.S. Postal Service on that same
21 day with the postage thereon fully prepaid in the ordinary course of business. I am aware that on
22 motion of the party served, service is presumed invalid if postal cancellation date or postage
23 meter date is more than one day after date of deposit for mailing in affidavit.

24 I declare under penalty of perjury under the laws of the State of California that the above
25 is true and correct.

26 Executed on **May 2, 2008**, at San Diego, California.

27 
28 Ashley Polyascko