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8 Attorneys for Cross-Defendant
9 WAGAS LAND COMPANY LLC

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SUPERIOR COURT OF THE STATE OF CALIFORNIA
COUNTY OF LOS ANGELES

ANTELOPE VALLEY
GROUNDWATER CASES

Included Actions:

Los Angeles County Waterworks District
No. 40 v. Diamond Farming Co., Superior
Court of California, County of Los Angeles
Case No. BC325201; Los Angeles County
Waterworks District No. 40 v. Diamond
Farming Co., Superior Court of California,
County of Kern Case No. S-1500-
CV254348; Wm. Bolthouse Farms, Inc. v.
City of Lancaster; Diamond Farming Co. v.
City of Lancaster; Diamond Farming Co. v.
Palmdale Water Dist., Superior Court of
California, County of Riverside,
Consolidated Actions, Case Nos.
RIC353840, RIC344436, RIC344668.

Judicial Council Coordination Proceeding
No. 4408

For filing purposes only:
Santa Clara Case No. 1-05-CV-049053

Assigned to the Hon. Jack Komar

ANSWER TO ALL CROSS-COMPLAINTS

B.J. Calandri; John Calandri; John Calandri
as Trustee of the John and B.J. Calandri
2001 Trust; Forrest G. Godde; Forrest G.
Godde as Trustee of the Forrest G. Godde
Trust; Lawrence A. Godde; Lawrence A.
Godde and Godde Trust; Kootenai
Properties, Inc.; Gailen Kyle; Gailen Kyle
as Trustee of the Kyle Trust; James W.
Kyle; James W. Kyle as Trustee of the
Kyle Family Trust; Julia Kyle; Wanda E.
Kyle; Eugene B. Nebeker; R and M Ranch,
Inc.; Edgar C. Ritter; Paula E. Ritter; Paula
E. Ritter as Trustee of the Ritter Family
Trust; Hines Family Trust; Malloy Family

1 Partners; Consolidated Rock Products;
2 Calmat Land Company; Marygrace H.
3 Santoro as Trustee for the Marygrace H.
4 Santoro Rev Trust; Marygrace H. Santoro;
5 Helen Stathatos; Savas Stathatos; Savas
6 Stathatos as Trustee for the Stathatos
7 Family Trust; Dennis L. & Marjorie E.
8 Groven Trust; Scott S. & Kay B. Harter;
9 Habod Javadi; Eugene V., Beverly A., &
10 Paul S. Kindig; Paul S. & Sharon R.
11 Kindig; Jose Maria Maritorea & Marie
12 Pierre Maritorea, Trustees of the
13 Maritorea Living Trust; Richard H.
14 Miner; Jeffrey L. & Nancee J. Siebert;
15 Barry S. Munz; Terry A. Munz and
16 Kathleen M. Munz; Beverly Tobias; Leo L.
17 Simi; White Fence Farms Mutual Water
18 Co. No. 3; William R. Barnes & Eldora M.
19 Barnes Family Trust of 1989, collectively
20 known as the Antelope Valley Ground
21 Water Agreement Association (“AGWA”),

22 Cross-Complainants,

23 v.

24 Los Angeles County Waterworks District
25 No. 40; Palmdale Water District; The City
26 of Palmdale; City of Lancaster; Littlerock
27 Creek Irrigation District; Palm Ranch
28 Irrigation District; Quartz Hill Water
District; California Water Service
Company; Rosamond Community Services
District; Antelope Valley East Kern Water
District; County Sanitation Districts Nos.
14 and 20; DOES 1 through 100

29 Cross-Defendants.

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32 Defendant WAGAS Land Company LLC (hereafter “WAGAS”), originally sued as
33 “Doe 214,” hereby answers all Cross-Complaints¹ which have been filed as of the date of filing
34 this Answer, specifically those of Antelope Valley East-Kern Water Agency, City of Palmdale,
35 Palmdale Water District and Quartz Hill Water District, Rosamond Community Services District
36 and Waterworks District No. 40 of Los Angeles County.

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38 ¹ WAGAS has not been named in any of the Complaints.

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GENERAL DENIAL

1. Pursuant to Code of Civil Procedure Section 431.30(d), WAGAS hereby generally denies each and every allegation set forth in the Cross-Complaints, and the whole thereof, and further denies that Cross-Complainants are entitled to any relief against WAGAS.

AFFIRMATIVE DEFENSES

First Affirmative Defense

(Failure to State a Cause of Action)

2. The Cross-Complaints and every purported cause of action contained therein fail to allege facts sufficient to constitute a cause of action against Cross-Defendants.

Second Affirmative Defense

(Statute of Limitation)

3. Each and every cause of action contained in the Cross-Complaints is barred, in whole or in part, by the applicable statutes of limitations, including, but not limited to, Sections 318, 319, 321, 338 and 343 of the California Code of Civil Procedure.

Third Affirmative Defense

(Laches)

4. The Cross-Complaints and each and every cause of action contained therein, is barred by the doctrine of laches.

Fourth Affirmative Defense

(Estoppel)

5. The Cross-Complaints and each and every cause of action contained therein, is barred by the doctrine of estoppel.

Fifth Affirmative Defense

(Waiver)

6. The Cross-Complaints and each and every cause of action contained therein, is barred by the doctrine of waiver.

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1 **Sixth Affirmative Defense**

2 (Self-Help)

3 7. WAGAS has, by virtue of the doctrine of self-help, preserved its paramount
4 overlying right to extract groundwater by continuing, during all times relevant hereto, to extract
5 groundwater and put it to reasonable and beneficial use on its property.

6 **Seventh Affirmative Defense**

7 (California Constitution Article X, Section 2)

8 8. The Cross-Complainants' methods of water use and storage are unreasonable and
9 wasteful in the arid conditions of the Antelope Valley and thereby violate Article X, Section 2 of
10 the California Constitution.

11 **Eighth Affirmative Defense**

12 (Additional Defenses)

13 9. The Cross-Complaints do not state their allegations with sufficient clarity to enable
14 Cross-Defendants to determine what additional defenses may exist to Cross-Complainants'
15 causes of action. Cross-Defendants, therefore, reserve the right to assert all other defenses that
16 may pertain to the Cross-Complaint.

17 **Ninth Affirmative Defense**

18 10. The prescriptive claims asserted by governmental entity Cross-Complainants are
19 *ultra vires* and exceed the statutory authority by which each entity may acquire property as set
20 forth in Water Code Sections 22456, 31040, and 55370.

21 **Tenth Affirmative Defense**

22 11. The prescriptive claims asserted by governmental entity Cross-Complainants are
23 barred by the provisions of Article I, Section 19 of the California Constitution.

24 **Eleventh Affirmative Defense**

25 12. The prescriptive claims asserted by governmental entity Cross-Complainants are
26 barred by the provisions of the Fifth Amendment to the United States Constitution as applied to
27 the states under the Fourteenth Amendment of the United States Constitution.

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1 **Twelfth Affirmative Defense**

2 13. The Cross-Complainants' prescriptive claims are barred due to their failure to take
3 affirmative steps that were reasonably calculated and intended to inform each overlying
4 landowner of Cross-Complainants' adverse and hostile claim as required by the due process
5 clause of the Fifth and Fourteenth Amendments of the United States Constitution.

6 **Thirteenth Affirmative Defense**

7 14. The prescriptive claims asserted by governmental entity Cross-Complainants are
8 barred by the provisions of Article I, Section 7 of the California Constitution.

9 **Fourteenth Affirmative Defense**

10 15. The prescriptive claims asserted by governmental entity Cross-Complainants are
11 barred by the provisions of Fourteenth Amendment to the United States Constitution.

12 **Fifteenth Affirmative Defense**

13 16. The governmental entity Cross-Complainants were permissively pumping at all times.

14 **Sixteenth Affirmative Defense**

15 17. The Cross-Complainants are barred from asserting their prescriptive claims by
16 operation of law as set forth in Civil Code Sections 1007 and 1214.

17 **Seventeenth Affirmative Defense**

18 18. Each Cross-Complainant is barred from recovery under each and every cause of
19 action contained in the Cross-Complaints by the doctrine of unclean hands and/or unjust
20 enrichment.

21 **Eighteenth Affirmative Defense**

22 19. The Cross-Complaints are defective because they fail to name indispensable
23 parties in violation of California Code of Civil Procedure Section 389(a).

24 **Nineteenth Affirmative Defense**

25 20. The governmental entity Cross-Complainants are barred from taking, possessing
26 or using the property of WAGAS without first paying just compensation. (United States
27 Constitution, Amendment 5; California Constitution, Article I, Section 19; California Code of
28 Civil Procedure Section 1263.010(a)).

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Twentieth Affirmative Defense

21. The governmental entity Cross-Complainants are seeking to transfer water right priorities and water usage which will have significant effect on the Antelope Valley Groundwater basin and the Antelope Valley. Said actions are being done without complying with and contrary to the provisions of California's Environmental Quality Act ("CEQA") (Pub.Res.C. 2100, *et seq.*).

Twenty-First Affirmative Defense

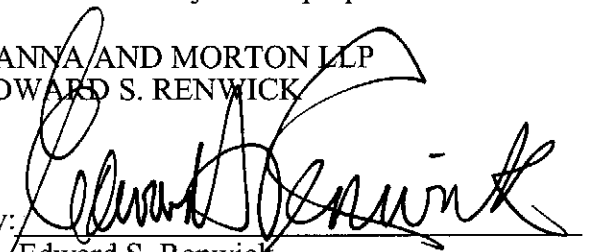
22. The governmental entity Cross-Complainants seek judicial ratification of a project that has had and will have a significant effect on the Antelope Valley Groundwater Basin and the Antelope Valley and was implemented without providing notice in contravention of the provisions of CEQA (Pub.Res.C. 2100, *et seq.*).

WHEREFORE, WAGAS prays that judgment be entered as follows:

1. That Cross-Complainants take nothing by reason of their Cross-Complaints;
2. That the Cross-Complaints be dismissed with prejudice;
3. For costs incurred herein; and
4. For such other and further relief as the Court deems just and proper.

Dated: June 29, 2007

HANNA AND MORTON LLP
EDWARD S. RENWICK

By: 
Edward S. Renwick

Attorneys for Cross-Defendant
WAGAS Land Company LLC

PROOF OF SERVICE

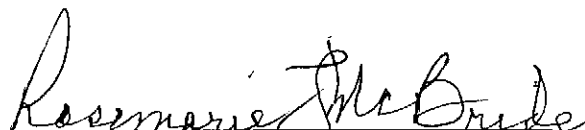
STATE OF CALIFORNIA, COUNTY OF LOS ANGELES

I am over the age of eighteen and not a party to the within action. I am employed by Hanna and Morton LLP in the County of Los Angeles, State of California. My business address is 444 South Flower Street, Suite 1500, Los Angeles, CA 90071-2916.

On July 3, 2007, I served the following document(s) in the *Antelope Valley Groundwater Adjudication* cases, JCCP No. 4408, described as: **ANSWER TO ALL CROSS-COMPLAINTS** on the interested parties in this action, by posting the document(s) listed above to the Santa Clara County Superior Court e-filing website (<http://www.scefiling.org>) under the Antelope Valley Groundwater matter pursuant to the Court's Order dated October 27, 2005.

Executed on July 3, 2007, at Los Angeles, California.

(STATE) I declare under penalty of perjury under the laws of the State of California that the above is true and correct.


Rosemarie F. McBride