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8 Attorneys for Cross-defendants
9 LITTLE ROCK SAND AND GRAVEL, INC. a
California Corporation, Roe 327;
10 THE FRANK AND YVONNE LANE
1993 FAMILY TRUST, DATED MARCH 5, 1993,
11 AS RESTATED JULY 20, 2000, successor in interest to
FRANK A. LANE, ROE 612;
12 THE GEORGE AND CHARLENE LANE FAMILY TRUST,
successor in interest to George M. Lane, Roe 316;
13 MONTE VISTA BUILDING SITES, INC.,
a California Corporation; A.V. MATERIALS, INC.,
14 a California Corporation, ROE 9

15 SUPERIOR COURT OF THE STATE OF CALIFORNIA

16 FOR THE COUNTY OF LOS ANGELES

17
18 **ANTELOPE VALLEY**)
GROUNDWATER CASES)
19)
20 Included Actions:)
Los Angeles County Waterworks District No.)
21 40 v. Diamond Farming Co. Superior Court of)
California County of Los Angeles, Case No.)
22 BC 325 201 Los Angeles County Waterworks)
2 District No. 40 v. Diamong Farming Co.)
23 Superior court of Califronia, County of Kern,)
Case No. S-1500-CV-254-348 Wm. Bolthouse)
24 Farms, Inc. V. City of Lancaster Diamong)
Farming Co. V. City of Lancaster Diamond)
25 Farming Co. V. Palmdale Water Dist. Superior)
Court of California, County of Riverside,)
26 consolidated actions, Case No. RIC 353 840,)
RIC 344 436, RIC 344 668)
27)
28

Judicial Council Coordination Proceeding No. 4408
Santa Clara Case No. 1-05-CV-049053
Assigned to The Honorable Jack Komar
MODEL ANSWER TO COMPLAINT AND ALL CROSS-COMPLAINTS OF CROSS-DEFENDANTS LITTLE ROCK SAND AND GRAVEL, INC., THE FRANK AND YVONNE LANE 1993 FAMILY TRUST, THE GEORGE AND CHARLENE LANE FAMILY TRUST, MONTE VISTA BUILDING SITES, INC. AND A.V. MATERIALS, INC.

1 Cross-defendants LITTLE ROCK SAND AND GRAVEL, INC. a California Corporation, Roe
2 327; THE FRANK AND YVONNE LANE 1993 FAMILY TRUST, DATED MARCH 5, 1993, AS
3 RESTATED JULY 20, 2000, successor in interest to FRANK A. LANE, ROE 612; THE GEORGE
4 AND CHARLENE LANE FAMILY TRUST, successor in interest to George M. Lane, Roe 316;
5 MONTE VISTA BUILDING SITES, INC., a California Corporation; A.V. MATERIALS, INC.,
6 a California Corporation, ROE 9, hereby answer the Complaint and all Cross-Complaints which have
7 been filed as of this date, specifically those of Antelope Valley East-Kern Water Agency, Palmdale
8 Water District & Quartz Hill Water District, Rosamond Community Services District and Waterworks
9 District No. 40 of Los Angeles County.

10 These answering Cross-defendants are aware of the existence of the "Willis Class" and "Wood
11 Class". These answering Cross-defendants expressly decline to join either the Willis Class or Wood
12 Class, and elect to proceed as Cross-defendants.

13 These answering cross-defendants own the following properties located in the Antelope Valley:
14 LITTLE ROCK SAND & GRAVEL, A.V. MATERIALS, INC., FRANK AND YVONNE
15 LANE 1993 FAMILY TRUST AND MONTE VISTA BUILDING SITES, INC.

16 1. The properties are generally located at approximately 70th Street East and Avenue T,
17 80th Street East and Avenue T and 80th Street East and Avenue S in the Little Rock area
18 of the Antelope Valley. The APN Nos. for these properties are 3050-022-010,
19 3050-022-014, 3050-010-006, 3050-010-016, 3050-028-015.

20 LITTLE ROCK SAND & GRAVEL, INC., A.V. MATERIALS, INC., FRANK AND
21 YVONNE LANE 1993 FAMILY TRUST AND MONTE VISTA BUILDING SITES, INC.

22 1. The properties are generally located at approximately 70th Street East and Avenue T,
23 80th Street East and Avenue T and 80th Street East and Avenue S in the Little Rock area
24 of the Antelope Valley. The APN Nos. for these properties are 3050-011-009,
25 3051-008-007, 3051-008-005, 3051-008-010, 3051-008-011, 3051-007-008,
26 3051-007-015, 3051-005-029, 3051-006-015, 3042-023-002 and 3051-004-006,
27 3050-028-015, 3042-023-002, 3051-004-006.

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THE GEORGE AND CHARLENE LANE FAMILY TRUST

1. The property is located near the northwest corner of 170th Street West and Avenue A in the Rosamond area, APN Number 261-196-07-00-2.

THE FRANK AND YVONNE LANE 1993 FAMILY TRUST

1. The property is located at the corner of 60th Street West and Avenue L in the Quartz Hill area of Lancaster and consists of approximately 80 acres. The APN Numbers for this property are 3102-027-034, 3102-027-040, 3102-027-041, 3102-027-042, 3102-027-043.

THE GEORGE AND CHARLENE LANE FAMILY TRUST

1. The property is located in the vicinity of 85th Street West and Avenue K in Lancaster and consists of approximately 20 acres. The APN Numbers are 3248-024-007, 3248-024-008, 3248-024-031, 3248-024-032.

THE GEORGE AND CHARLENE LANE FAMILY TRUST

1. The properties total 1200 acres and are located near N-8 and 70th Street West. The APN Numbers for these properties are 3205-001-059, 3205-001-076, and 3205-001-078.

GENERAL DENIAL

1. Pursuant to Code of Civil Procedure section 431.30(d), Defendants and Cross-Defendants hereby generally denies each and every allegation set forth in the Complaint and Cross-Complaint, and the whole thereof, and further denies that Plaintiff and Cross-Complainant are entitled to any relief against Defendant and Cross-Defendant.

AFFIRMATIVE DEFENSES

First Affirmative Defense

(Failure to State a Cause of Action)

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

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Second Affirmative Defense

(Statute of Limitation)

3. Each and every cause of action contained in the Complaint and Cross-Complaint is barred, in whole or in part, by the applicable statutes of limitation, 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 Complaint and Cross-Complaint, and each and every cause of action contained therein, is barred by the doctrine of laches.

Fourth Affirmative Defense

(Estoppel)

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

Fifth Affirmative Defense

(Waiver)

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

Sixth Affirmative Defense

(Self-Help)

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

Seventh Affirmative Defense

(California Constitution Article X, Section 2)

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

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Eighth Affirmative Defense

(Additional Defenses)

9. The Complaint and Cross-Complaint do not state their allegations with sufficient clarity to enable defendant and cross-defendant to determine what additional defenses may exist to Plaintiff and Cross-Complainant's causes of action. Defendants and Cross-defendants therefore reserve the right to assert all other defenses which may pertain to the Complaint and Cross-

Ninth Affirmative Defense

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

Tenth Affirmative Defense

11. The prescriptive claims asserted by governmental entity Cross-Complainants are barred by the provisions of Article 1 Section 19 of the California Constitution.

Eleventh Affirmative Defense

12. The prescriptive claims asserted by governmental entity Cross-Complainants are barred by the provisions of the 5th Amendment to the United States Constitution as applied to the states under the 14th Amendment of the United States Constitution.

Twelfth Affirmative Defense

13. Cross-Complainants' prescriptive claims are barred due to their failure to take affirmative steps that were reasonably calculated and intended to inform each overlying landowner of cross-complainants' adverse and hostile claim as required by the due process clause of the 5th and 14th Amendments of the United States Constitution.

Thirteenth Affirmative Defense

14. The prescriptive claims asserted by governmental entity Cross-Complainants are barred by the provisions of Article 1 Section 7 of the California Constitution.

Fourteenth Affirmative Defense

15. The prescriptive claims asserted by governmental entity Cross-Complainants are barred by the provisions of the 14th Amendment to the United States Constitution.

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Fifteenth Affirmative Defense

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

Sixteenth Affirmative Defense

17. The request for the court to use its injunctive powers to impose a physical solution seeks a remedy that is in violation of the doctrine of separation of powers set forth in Article section 3 of the California Constitution.

Seventeenth Affirmative Defense

18. Cross-Complainants are barred from asserting their prescriptive claims by operation of law as set forth in Civil Code sections 1007 and 1214.

Eighteenth Affirmative Defense

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

Nineteenth Affirmative Defense

20. The Cross-Complaint is defective because it fails to name indispensable parties in violation of California Code of Civil Procedure Section 389(a).

Twentieth Affirmative Defense

21. The governmental entity Cross-Complainants are barred from taking, possessing or using cross-defendants' property without first paying just compensation.

Twenty-First Affirmative Defense

22. The governmental entity Cross-Complainants are seeking to transfer water right priorities and water usage which will have significant effects 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-Second Affirmative Defense

23. 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 that was implemented without providing notice in contravention of the provisions of California's Environmental Quality Act (CEQA) (Pub.Res.C. 2100 *et seq.*).

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Twenty-Third Affirmative Defense

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24. Any imposition by this court of a proposed physical solution that reallocates the water right priorities and water usage within the Antelope Valley will be ultra vires as it will be subverting the pre-project legislative requirements and protections of California's Environmental Quality Act (CEQA) (Pub.Res.C. 2100 *et seq.*).

WHEREFORE, Defendants and Cross-defendants prays that judgment be entered as follows:

1. That Plaintiff and Cross-Complainant take nothing by reason of its Complaint or Cross-Complaint;
2. That the Complaint and Cross-Complaints be dismissed with prejudice;
3. For Defendants and Cross-Defendants' costs incurred herein; and
4. For such other and further relief as the Court deems just and proper.

DATED: December 13, 2011

POOLE & SHAFFERY, LLP

By: 
JAMES W. LEWIS
Attorneys for Cross-defendants
LITTLE ROCK SAND AND GRAVEL, INC. a
California Corporation, Roe 327.;
THE FRANK AND YVONNE LANE
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PROOF OF SERVICE

STATE OF CALIFORNIA
COUNTY OF LOS ANGELES

I am employed in the County of Los Angeles, State of California. I am over the age of 18 and not a party to the within action; my business address is 400 S. Hope Street, Suite 1100, Los Angeles, CA 97001.

On December 13, 2011, I served the foregoing document described as:

MODEL ANSWER TO COMPLAINT AND ALL CROSS-COMPLAINTS OF CROSS-DEFENDANTS LITTLE ROCK SAND AND GRAVEL, INC., THE FRANK AND YVONNE LANE 1993 FAMILY TRUST, THE GEORGE AND CHARLENE LANE FAMILY TRUST, MONTE VISTA BUILDING SITES, INC. AND A.V. MATERIALS, INC.

X BY SANTA CLARA SUPERIOR COURT E-FILING IN COMPLEX LITIGATION
PURSUANT TO CLARIFICATION ORDER DATED OCTOBER 27, 2005.

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

DATED: December 13, 2011



JAMES W. LEWIS

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