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10 Service Rock Products Corporation, as successor-
11 in-interest to Owl Properties, Inc.; and Healy
12 Enterprises, Inc. [only in its capacity as Lessor to
13 Owl Properties, Inc.]

14 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**
15 **IN AND FOR THE COUNTY OF LOS ANGELES**

16 Coordination Proceeding
17 Special Title (Rule 1550(b))

) Judicial Council Coordination
) Proceeding No. 4408

18 ANTELOPE VALLEY GROUNDWATER
19 CASES

) Santa Clara Case No. 1-05-CV-049053
) Assigned to the Honorable Jack Komar
) Department 17

20 Including Actions:

21 Los Angeles County Waterworks District No.
22 40 v. Diamond Farming Co.
23 Superior Court of California, County of Los
24 Angeles, Case No. BC 325 201

) **ANSWER OF SERVICE ROCK**
) **PRODUCTS CORPORATION, AS**
) **SUCCESSOR-IN-INTEREST TO OWL**
) **PROPERTIES, INC.; AND HEALY**
) **ENTERPRISES, INC. [ONLY IN ITS**
) **CAPACITY AS LESSOR TO OWL**
) **PROPERTIES, INC.] TO CROSS-**
) **COMPLAINT OF MUNICIPAL**
) **PURVEYORS FOR DECLARATORY**
) **AND INJUNCTIVE RELIEF AND**
) **ADJUDICATION OF WATER RIGHTS**

25 Los Angeles County Waterworks District No.
26 40 v. Diamond Farming Co.
27 Superior Court of California, County of Kern,
28 Case No. S-1500-CV-254-348

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. RIC
353 840, RIC 344 436, RIC 344 668

ROSAMOND COMMUNITY SERVICES
DISTRICT;
LOS ANGELES COUNTY WATERWORKS
DISTRICT NO. 40;
PALMDALE WATER DISTRICT;
CITY OF LANCASTER;
CITY OF PALMDALE;

-1-

LITTLEROCK CREEK IRRIGATION DISTRICT;
PALM RANCH IRRIGATION DISTRICT;
QUARTZ HILL DISTRICT; and
CALIFORNIA WATER SERVICE COMPANY,

Cross-Complainants,

vs.

DIAMOND FARMING COMPANY;
WM. BOLTHOUSE FARMS, INC.;
BOLTHOUSE PROPERTIES LLC; ABC
WILLIAMS ENTERPRISES LP;
ACEH CAPITAL LLC;
JACQUELINE ACKERMANN;
CENON ADVINCULA;
OLIVA M. ADVINCULA;
MASHALLAH AFSHAR;
ANTONIO U. AGUSTINES;
AIRTRUST SINGAPORE PRIVATE LIMITED;
MARWAN M. ALDAIS;
ALLEN ALEVY;
ALLEN ALEVY AND ALEVY FAMILY TRUST;
GEORGINE J. ARCHER;
GEORGINE J. ARCHER AS TRUSTEE FOR THE GEORGINE J. ARCHER TRUST;
A V MATERIALS, INC.;
GUSS A. BARKS, JR.;
PETER G. BARKS;
ILDEFONSO S. BAYANI;
NILDA V. BAYANI;
BIG WEST CORP.;
RANDALL Y. BLAYNEY;
MELODY S. BLOOM;
BOLTHOUSE PROPERTIES, INC.;
DAVID L. BOWERS;
RONALD E. BOWERS;
LEROY DANIEL BRONSTON;
MARILYN BURGESS;
LAVERNE C. BURROUGHS;
LAVERNE C. BURROUGHS, TRUSTEE OF THE BURROUGHS FAMILY IRREVOCABLE TRUST DATED AUGUST 1, 1995; BRUCE BURROWS;
JOHN & B. CALANDRI 2001 TRUST;
CALIFORNIA PORTLAND CEMENT COMPANY;
CALMAT LAND CO.;
MELINDA E. CAMERON;
CASTLE BUTTE DEV CORP.;

1 CATELLUS DEVELOPMENT
CORPORATION;
2 BONG S. CHANG;
JEANNA Y. CHANG;
3 MOON S. CHANG;
JACOB CHETRIT;
4 FRANK S. CHIDO;
LEE S. CHIOU;
5 M S CHUNG;
CITY OF LOS ANGELES;
6 CAROL K. CLAYPOOL;
CLIFFORD N. CLAYPOOL;
7 W. F. CLUNEN, JR.;
W. F. CLUNEN, JR., AS TRUSTEE FOR
8 THE P C REV INTER VIVOS TRUST;
CONSOLIDATED ROCK PRODUCTS CO.;
9 COUNTY SANITATION DISTRICT NO. 14
OF LOS ANGELES COUNTY;
10 COUNTY SANITATION DISTRICT NO. 20
OF LOS ANGELES COUNTY;
11 RUTH A. CUMMING;
RUTH A. CUMMING, AS TRUSTEE OF
12 THE CUMMING FAMILY TRUST;
CATHARINE M. DAVIS;
13 MILTON S. DAVIS;
DEL SUR RANCH LLC;
14 DIAMOND FARMING COMPANY;
SARKIS DJANIBEKYAN;
15 HONG DONG;
YING X. DONG;
16 DOROTHY DREIER;
GEORGE E. DREIER;
17 EDWARDS AIR FORCE BASE, CA;
MORTEZA M. FOROUGH;
18 MORTEZA M. FOROUGH, AS TRUSTEE
OF THE FOROUGH FAMILY TRUST;
19 LEWIS FREDRICHSEN;
LEWIS FREDRICHSEN, AS TRUSTEE OF
20 THE FREDRICHSEN FAMILY TRUST;
JOAN A. FUNK;
21 EUGENE GABRYCH;
MARIAN GABRYCH;
22 AURORA P. GABUYA;
RODRIGO L. GABUYA;
23 GGF LLC;
GENUS LP;
24 BETTY GLUCKSTEIN;
JOSEPH H. GLUCKSTEIN;
25 FORREST G. GODDE;
FORREST G. GODDE, AS TRUSTEE OF
26 THE FORREST G. GODDE TRUST;
LAWRENCE A. GODDE;
27 LAWRENCE A. GODDE AND GODDE
TRUST;
28

1 MARIA B. GORRINDO;
2 MARIA B. GORRINDO, AS TRUSTEE FOR
3 THE M. GORRINDO TRUST;
4 WENDELL G. HANKS;
5 ANDREAS HAUKE;
6 MARILYN HAUKE;
7 HEALY ENTERPRISES, INC.;
8 WALTER E. HELMICK;
9 DONNA L. HIGELMIRE;
10 MICHAEL N. HIGELMIRE;
11 DAVIS L. AND DIANA D. HINES FAMILY
12 TRUST;
13 HOOSHPACK DEV INC.;
14 CHI S. HUANG;
15 SUCHU T. HUANG;
16 JOHN HUI;
17 HYPERICUM INTERESTS LLC;
18 DARYUSH IRANINEZHAD;
19 MINOO IRANINEZHAD;
20 ESFANDIAR KADIVAR;
21 ESFANDIAR KADIVAR, AS TRUSTEE OF
22 THE KADIVAR FAMILY TRUST;
23 A. DAVID KAGON;
24 A. DAVID KAGON, AS TRUSTEE FOR THE
25 KAGON TRUST;
26 JACK D. KAHLO;
27 CHENG LIN KANG;
28 HERBERT KATZ;
HERBERT KATZ, AS TRUSTEE FOR THE
KATZ FAMILY TRUST;
MARIANNE KATZ;
LILIAN S. KAUFMAN;
LILIAN S. KAUFMAN, AS TRUSTEE FOR
THE KAUFMAN FAMILY TRUST;
KAZUKO YOSHIMATSU;
BARBARA L. KEYS;
BARBARA L. KEYS, AS TRUSTEE OF THE
BARBARA L. KEYS FAMILY TRUST;
BILL H. KIM;
ILLY KING;
ILLY KING, AS TRUSTEE OF THE ILLY
KING FAMILY TRUST;
KOOTENAI PROPERTIES, INC.;
KUTU INVESTMENT CO.;
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;
FARES A. LAHOUD;
EVA LAI;

1 PAUL LAI;
 2 YING WAH;
 3 LAND BUSINESS CORPORATION;
 4 RICHARD E. LANDFIELD;
 5 RICHARD E. LANDFIELD, AS TRUSTEE
 6 OF THE RICHARD E. LANDFIELD TRUST;
 7 LAWRENCE CHARLES TRUST;
 8 WILLIAM LEWIS;
 9 MARY LEWIS;
 10 PEI CHI LIN;
 11 MAN C. LO;
 12 SHIUNG RU LO;
 13 LYMAN C. MILES;
 14 LYMAN C. MILES, AS TRUSTEE FOR THE
 15 MILES FAMILY TRUST;
 16 MALLOY FAMILY PARTNERS LP;
 17 MISSION BELL RANCH DEVELOPMENT;
 18 BARRY S. MUNZ;
 19 KATHLEEN M. MUNZ;
 20 TERRY A. MUNZ;
 21 M. R. NASIR;
 22 SOUAD R. NASIR;
 23 EUGENE B. NEBEKER;
 24 SIMIN C. NEMAN;
 25 HENRY NGO;
 26 FRANK T. NGUYEN;
 27 JUANITA R. NICHOLS;
 28 OLIVER NICHOLS;
 OLIVER NICHOLS, AS TRUSTEE OF THE
 NICHOLS FAMILY TRUST;
 OWL PROPERTIES, INC.;
 PALMDALE HILLS PROPERTY LLC;
 NORMAN L. POULSEN;
 MARILYN J. PREWOZNIK;
 MARILYN J. PREWOZNIK, AS TRUSTEE
 OF THE MARILYN J. PREWOZNIK TRUST;
 ELIAS QARMOUT;
 VICTORIA RAHIMI;
 R AND M RANCH, INC.;
 PATRICIA A. RECHT;
 VERONIKA REINELT;
 REINELT ROSENLOECHER CORP. PSP;
 PATRICIA J. RIGGINS;
 PATRICIA J. RIGGINS, AS TRUSTEE OF
 THE RIGGINS FAMILY TRUST;
 EDGAR C. RITTER;
 PAULA E. RITTER;
 PAULA E. RITTER, AS TRUSTEE OF THE
 RITTER FAMILY TRUST;
 ROMAN CATHOLIC ARCHBISHOP OF
 LOS ANGELES;
 ROMO LAKE LOS ANGELES
 PARTNERSHIP;
 ROSEMOUNT EQUITIES LLC SERIES;

1 ROYAL INVESTORS GROUP;
 ROYAL WESTERN PROPERTIES LLC;
 2 OSCAR RUDNICK;
 REBECCA RUDNICK;
 3 SANTA MONICA MOUNTAINS
 CONSERVANCY;
 4 MARYGRACE H. SANTORO;
 MARYGRACE H. SANTORO, AS TRUSTEE
 5 FOR THE MARYGRACE H. SANTORO
 REV TRUST;
 6 SAN YU ENTERPRISES, INC.;
 DANIEL SAPARZEDEH;
 7 HELEN STATHATOS;
 SAVAS STATHATOS;
 8 SAVAS STATHATOS, AS TRUSTEE FOR
 THE STATHATOS FAMILY TRUST;
 9 SEVEN STAR UNITED LLC;
 MARK H. SHAFRON;
 10 ROBERT L. SHAFRON;
 KAMRAM S. SHAKIB;
 11 DONNA L. SIMPSON;
 GARETH L. SIMPSON;
 12 GARETH L. SIMPSON, AS TRUSTEE OF
 THE SIMPSON FAMILY TRUST;
 13 SOARING VISTA PROPERTIES, INC.;
 STATE OF CALIFORNIA;
 14 GEORGE C. STEVENS, JR.;
 GEORGE C. STEVENS, JR., AS TRUSTEE
 15 OF THE GEORGE C. STEVENS, JR. TRUST;
 GEORGE L. STIMSON, JR.;
 16 GEORGE L. STIMSON, JR., AS TRUSTEE
 OF THE GEORGE L. STIMSON, JR. TRUST;
 17 TEJON RANCHCORP;
 MARK E. THOMPSON A P C PROFIT
 18 SHARING PLAN;
 TIERRA BONITA RANCH COMPANY;
 19 TIONG D. TIU;
 BEVERLY J. TOBIAS;
 20 BEVERLY J. TOBIAS, AS TRUSTEE OF
 THE TOBIAS FAMILY TRUST;
 21 JUNG N. TOM;
 WILLIAM BOLTHOUSE FARMS, INC.;
 22 WILMA D. TRUEBLOOD;
 WILMA D. TRUEBLOOD, AS TRUSTEE OF
 23 THE TRUEBLOOD FAMILY TRUST;
 UNISON INVESTMENT CO., LLC;
 24 DELMAR D. VAN DAM;
 GERTRUDE J. VAN DAM;
 25 KEITH E. WALES;
 E C WHEELER LLC;
 26 ALEX WODCHIS;
 ELIZABETH WONG;
 27 MARY WONG;
 MIKE M. WU;
 28

1 MIKE M. WU, AS TRUSTEE OF THE WU
2 FAMILY TRUST;
3 STATE OF CALIFORNIA 50TH DISTRICT
4 AND AGRICULTURAL ASSOCIATION;
5 THE UNITED STATES OF AMERICA;
6 U. S. BORAX, INC.;
7 and ROES 1 through 100,000, inclusive,
8
9 Cross-Defendants.

10 Comes now, Cross-Defendants, **Service Rock Products Corporation**, as successor-in-
11 interest to **Owl Properties, Inc.**, ("Service Rock Products"), and **Healy Enterprises, Inc.** solely
12 in its capacity as Lessor to Service Rock Products (individually "Healy," and collectively with
13 Service Rock Products "these Answering Cross-Defendants"), and answers the Cross-Complaint
14 ("Cross Complaint") filed by Cross-Complainants, **Rosamond Community Services District**
15 ("Rosamond CSD"), **Los Angeles County Waterworks District No. 40** ("LACWD No. 40"),
16 **Palmdale Water District** ("Palmdale WD"), **City Of Lancaster** ("Lancaster"), **City Of**
17 **Palmdale** ("Palmdale"), **Littlerock Creek Irrigation District** ("Littlerock CID"), **Palm Ranch**
18 **Irrigation District** ("Palm Ranch ID"), **Quartz Hill District** ("Quartz Hill"), and **California**
19 **Water Service Company** (individually "California WSD" and all collectively "Cross-
20 Complainants"), and for themselves and for no others, admit, deny, and allege as follows:

21 ANSWER

22 Preliminary Statements

23 A. LASC Case No. BC325201. These Answering Cross-Defendants were
24 previously served with a *Complaint for Declaratory and Injunctive Relief and Adjudication of*
25 *Water Rights* (the "Complaint") that was filed by LACWD No. 40, in Los Angeles County
26 Superior Court Case No. BC325201. Though these Answering Cross-Defendants were thereafter
27 informed by counsel for the LACWD No. 40 that they would be receiving service of an Order re
28 Case Management Dates and Motions in which they would be directed not to answer the

aforementioned *Complaint*, the Order that was eventually served on them was unclear in that regard. These Answering Cross-Defendants have now been served with the “Cross-Complaint” in the instant action, to which this Answer is made. To the extent necessary and appropriate, these Answering Cross-Defendants intend this Answer to also constitute an answer to the Complaint.

B. Paragraph 20 Allegations regarding Interconnected Sub-Basins. Though not alleged in the *Complaint*, Cross-Complainants now allege, in Paragraph 20 of the *Cross-Complaint*, that the Antelope Valley Basin is divided into an unspecified number of sub-basins, which Cross-Complainants allege are “sufficiently hydrologically connected to justify treating them as a single source of water for purposes of adjudicating the parties’ water rights.” As these Answering Cross-Defendants’ response to this specific allegation in Paragraph 20 is sufficiently central to its responses to a number of other allegations in the *Cross-Complaint*, these Answering Cross-Defendants chose to preliminarily state their responses to that specific allegation at this point. These Answering Cross-Defendants are informed and believe and thereon allege that some or all of said basins and sub-basins over which these Answering Cross-Defendants’ owned and leased properties, and their water production facilities are situated may be, to some presently unknown extent, separate and independent from some or all of the remaining groundwater basins and sub-basins from which Cross-Complainants produce water and in which Cross-Complainants store water. While these Answering Cross-Defendants admit the existence of sub-basins, they lack sufficient information and belief to enable them to admit or deny the number, physical locations, compositions, dimensions and hydrologic interconnections between and amongst the various sub-basins, and must thereon deny the allegation that the sub-basins are sufficiently hydrologically connected to justify treating them as a single source of water for purposes of adjudicating the parties’ water rights. Further, Cross-Complainants have not alleged any facts from which these Answering Cross-Defendants can ascertain the number and location of Cross-Complainants’ production facilities, or the production capacities and histories of Cross-Complainants wells and other production facilities, and must therefore deny that any present,

1 historic or future production from these Answering Cross-Defendants' facilities have, are, or will
2 have, any adverse impacts on Cross-Complainants' abilities to meet their reasonable
3 requirements from their unidentified production facilities. Finally, Cross-Complainants have not
4 alleged any facts from which these Answering Cross-Defendants can ascertain the number,
5 location, characteristics and/or capacity of the sub-basins in which Cross-Complainants allege
6 they have stored imported and other water, as well as the amounts, quality and disposition of the
7 water allegedly stored therein, and must therefore deny that any present, historic or future
8 production from these Answering Cross-Defendants' water production facilities have, are, or will
9 have, any adverse impacts on the waters allegedly stored by some or all of Cross-Complainants
10 in said sub-basins. These Answering Cross-Defendants further intend these responses to be
11 applicable to their responses to the other paragraphs in the Cross-Complaint, which are
12 dependent, either in whole or in part, upon this allegation in the Cross-Complaint.

13 14 Introduction

15 1. Answering Paragraph 1 of the "Introduction" portion of the preliminary
16 allegations to the *Cross-Complaint* of Cross-Complainants on file in the instant action, these
17 Answering Cross-Defendants acknowledge that the action purports to seek a judicial
18 determination of all rights to groundwater within an area described as the "Antelope Valley
19 Groundwater Basin (the 'Basin')"; and, except therefor, these Answering Cross-Defendants lack
20 sufficient knowledge or information to form a belief as to the truth of the remaining allegations
21 contained in said paragraph, and on that basis, deny, generally and specifically, jointly and
22 severally, each and every other allegation contained therein.

23 24 Cross-Complainants

25 2. Answering Paragraph 2 of the "Cross-Complainants" portion of the preliminary
26 allegations to the *Cross-Complaint* of Cross-Complainants on file in the instant action, and with
27 reference to Preliminary Statement B, above, these Answering Cross-Defendants lack sufficient
28

1 knowledge or information to form a belief as to the truth of the allegations contained in said
2 paragraph, and on that basis, deny, generally and specifically, jointly and severally, each and
3 every allegation contained therein.

4 3. Answering Paragraph 3 of the "Cross-Complainants" portion of the preliminary
5 allegations to the *Cross-Complaint* of Cross-Complainants on file in the instant action, and with
6 reference to Preliminary Statement B, above, these Answering Cross-Defendants admit the first
7 sentence commencing with the name "Los Angeles" on line 8 of page 8, through the word
8 "Valley" on line 11 of page 8; and, except therefore, these Answering Cross-Defendants lack
9 sufficient knowledge or information to form a belief as to the truth of the remaining allegations
10 contained in said paragraph, and on that basis, deny, generally and specifically, jointly and
11 severally, each and every other allegation contained therein.

12 4. Answering Paragraph 4 of the "Cross-Complainants" portion of the preliminary
13 allegations to the *Cross-Complaint* of Cross-Complainants on file in the instant action, and with
14 reference to Preliminary Statement B, above, these Answering Cross-Defendants lack sufficient
15 knowledge or information to form a belief as to the truth of the allegations contained in said
16 paragraph, and on that basis, deny, generally and specifically, jointly and severally, each and
17 every other allegation contained therein.

18 5. Answering Paragraph 5 of the "Cross-Complainants" portion of the preliminary
19 allegations to the *Cross-Complaint* of Cross-Complainants on file in the instant action, and with
20 reference to Preliminary Statement B, above, these Answering Cross-Defendants lack sufficient
21 knowledge or information to form a belief as to the truth of the allegations contained in said
22 paragraph, and on that basis, deny, generally and specifically, jointly and severally, each and
23 every other allegation contained therein.

24 6. Answering Paragraph 6 of the "Cross-Complainants" portion of the preliminary
25 allegations to the *Cross-Complaint* of Cross-Complainants on file in the instant action, and with
26 reference to Preliminary Statement B, above, these Answering Cross-Defendants admit the
27 allegations contained therein.

1 7. Answering Paragraph 7 of the "Cross-Complainants" portion of the preliminary
2 allegations to the *Cross-Complaint* of Cross-Complainants on file in the instant action, and with
3 reference to Preliminary Statement B, above, these Answering Cross-Defendants admit the first
4 sentence commencing with the word "The" on line 25 of page 8, through the word "uses" on line
5 27 of page 8; and, except therefore, these Answering Cross-Defendants lack sufficient
6 knowledge or information to form a belief as to the truth of the remaining allegations contained
7 in said paragraph, and on that basis, deny, generally and specifically, jointly and severally, each
8 and every other allegation contained therein.

9 8. Answering Paragraph 8 of the "Cross-Complainants" portion of the preliminary
10 allegations to the *Cross-Complaint* of Cross-Complainants on file in the instant action, and with
11 reference to Preliminary Statement B, above, these Answering Cross-Defendants lack sufficient
12 knowledge or information to form a belief as to the truth of the allegations contained in said
13 paragraph, and on that basis, deny, generally and specifically, jointly and severally, each and
14 every other allegation contained therein.

15 9. Answering Paragraph 9 of the "Cross-Complainants" portion of the preliminary
16 allegations to the *Cross-Complaint* of Cross-Complainants on file in the instant action, and with
17 reference to Preliminary Statement B, above, these Answering Cross-Defendants lack sufficient
18 knowledge or information to form a belief as to the truth of the allegations contained in said
19 paragraph, and on that basis, deny, generally and specifically, jointly and severally, each and
20 every other allegation contained therein.

21 10. Answering Paragraph 10 of the "Cross-Complainants" portion of the preliminary
22 allegations to the *Cross-Complaint* of Cross-Complainants on file in the instant action, and with
23 reference to Preliminary Statement B, above, these Answering Cross-Defendants lack sufficient
24 knowledge or information to form a belief as to the truth of the allegations contained in said
25 paragraph, and on that basis, deny, generally and specifically, jointly and severally, each and
26 every other allegation contained therein.

1 Cross-Defendants

2 11. Answering Paragraph 11 of the "Cross-Defendants" portion of the preliminary
3 allegations to the *Cross-Complaint* of Cross-Complainants on file in the instant action, and with
4 reference to Preliminary Statement B, above, these Answering Cross-Defendants admit that they
5 are the fee owner and/or lessee of the following described real properties (collectively "Cross-
6 Defendants' Properties") that are situated in that portion of the State of California comprised of
7 portions of the Counties of Los Angeles and Kern that is described in Paragraph 19 of the
8 *Cross Complaint*:

9 The South ½ of the Southeast ¼ of the Southeast ¼ of Section 3,
10 Township 4 North, Range 8 West, San Bernardino Base and
Meridian [APN: 3064 003 031 05 000], in fee;

11 and

12 116.92 acres, more or less, being exclusive of streets, the East ½ of
13 the Southwest ¼ and the East ½ of the East ½ of Lots 1 and 2 in
14 the Northwest ¼ of Section 3, Township 4 North, Range 8 West,
San Bernardino Base and Meridian [APN: 3064 003 064 05 000],
in fee;

15 and

16 38.75 acres, more or less, being exclusive of streets, the West ½ of
17 the East ½ of Lots 1 and 2 in the Northwest ¼ of Section 3,
18 Township 4 North, Range 8 West, San Bernardino Base and
Meridian [APN: 3064 003 065 05 000], in fee;

19 and

20 40 acres, more or less, the Southwest ¼ of the Southeast ¼ of
Section 3, Township 4 North, Range 8 West, San Bernardino Base
21 and Meridian [APN: 3064 003 066 05 000], in fee;

22 and

23 39.09 acres, more or less, being exclusive of streets, the Northwest
¼ of the Southeast ¼ of Section 3, Township 4 North, Range 8
24 West, San Bernardino Base and Meridian [APN: 3064 003 067 05
000], in fee;

25 and

26 36.7 acres, more or less, being exclusive of streets, the West ½ of
27 the West ½ of Lots 1 and 2 in the Northeast ¼ of Section 3,
Township 4 North, Range 8 West, San Bernardino Base and
28 Meridian [APN: 3064 003, 068 05 000], in fee;

1 and

2 38.5 acres, more or less, being exclusive of streets, the East ½ of
3 the West ½ of Lots 1 and 2 in the Northeast ¼ of Section 3,
4 Township 4 North, Range 8 West, San Bernardino Base and
5 Meridian [APN: 3064 003 069 05 000], in fee;

6 and

7 the West ½ of the Northeast ¼ of Section 36, Township 6 North,
8 Range 11 West, San Bernardino Base and Meridian [APN: 3024
9 015 055], under lease;

10 and

11 the West ½ of the Northwest ¼ of Section 1, Township 5 North,
12 Range 11 West, San Bernardino Base and Meridian [APNS: 3051
13 008 004 and 3051 008 006], under lease;

14 and

15 the West ½ of the Southeast ¼ of Section 36, Township 6 North,
16 Range 11 West, San Bernardino Base and Meridian [APN: 3024
17 016 001], under lease;

18 and

19 The West 80 acres of the aggregate of Lots 1 and 2 of the
20 Northeast Quarter of Section 2, Township 5 North, Range 11 West,
21 San Bernardino Base and Meridian [APN: 3051 008 002], under
22 lease.

23 Further answering said Paragraph 11, these Answering Cross-Defendants admit that they claim
24 some right, title or interest to some of the water in the groundwater basins and/or sub-basins
25 underlying Cross-Defendants' Properties, and to the underflow of the washes to which Cross-
26 Defendants' Properties are riparian, and that they produce water from said groundwater basins
27 and/or sub-basins, and from the underflow of said washes. Further answering said Paragraph 11,
28 these Answering Cross-Defendants lack sufficient knowledge or information to form a belief as
to the truth of the allegations contained in said paragraph as to all named Cross-Defendants save
and except these Answering Cross-Defendants, and on that basis, deny, generally and
specifically, jointly and severally, each and every other allegation contained therein as to the
other named Cross-Defendants.

1 12. Answering Paragraph 12 of the "Cross-Defendants" portion of the preliminary
2 allegations to the *Cross-Complaint* of Cross-Complainants on file in the instant action, and with
3 reference to Preliminary Statement B, above, these Answering Cross-Defendants lack sufficient
4 knowledge or information to form a belief as to the truth of the allegations contained in said
5 paragraph, and on that basis, deny, generally and specifically, jointly and severally, each and
6 every other allegation contained therein.

7
8 **The United States is a Necessary Party to this Action**

9 13. Answering Paragraph 13 of the "The United States is a Necessary Party to this
10 Action" portion of the preliminary allegations to the *Cross-Complaint* of Cross-Complainants on
11 file in the instant action, and with reference to Preliminary Statement B, above, these Answering
12 Cross-Defendants lack sufficient knowledge or information to form a belief as to the truth of the
13 allegations contained in said paragraph, and on that basis, deny, generally and specifically,
14 jointly and severally, each and every other allegation contained therein as to the other named
15 Cross-Defendants.

16 14. Answering Paragraph 14 of the "The United States is a Necessary Party to this
17 Action" portion of the preliminary allegations to the *Cross-Complaint* of Cross-Complainants on
18 file in the instant action, and with reference to Preliminary Statement B, above, these Answering
19 Cross-Defendants lack sufficient knowledge or information to form a belief as to the truth of the
20 allegations contained in said paragraph, and on that basis, deny, generally and specifically,
21 jointly and severally, each and every other allegation contained therein as to the other named
22 Cross-Defendants.

23 15. Answering Paragraph 15 of the "The United States is a Necessary Party to this
24 Action" portion of the preliminary allegations to the *Cross-Complaint* of Cross-Complainants on
25 file in the instant action, and with reference to Preliminary Statement B, above, these Answering
26 Cross-Defendants admit the application of 43 U.S.C. § 666 (the "McCarran Amendment"); and,
27 save and except therefor, lack sufficient knowledge or information to form a belief as to the truth
28

1 of the allegations contained in said paragraph, and on that basis, deny, generally and specifically,
2 jointly and severally, each and every other allegation contained therein.

3 16. Answering Paragraph 16 of the "The United States is a Necessary Party to this
4 Action" portion of the preliminary allegations to the *Cross-Complaint* of Cross-Complainants on
5 file in the instant action, and with reference to Preliminary Statement B, above, these Answering
6 Cross-Defendants admit the application of the McCarran Amendment; and, save and except
7 therefor, lack sufficient knowledge or information to form a belief as to the truth of the
8 allegations contained in said paragraph, and on that basis, deny, generally and specifically,
9 jointly and severally, each and every other allegation contained therein as to the other named
10 Cross-Defendants.

11 17. Answering Paragraph 17 of the "The United States is a Necessary Party to this
12 Action" portion of the preliminary allegations to the *Cross-Complaint* of Cross-Complainants on
13 file in the instant action, and with reference to Preliminary Statement B, above, these Answering
14 Cross-Defendants admit the application of the McCarran Amendment; and, save and except
15 therefor, lack sufficient knowledge or information to form a belief as to the truth of the
16 allegations contained in said paragraph, and on that basis, deny, generally and specifically,
17 jointly and severally, each and every other allegation contained therein as to the other named
18 Cross-Defendants.

19
20 **The History of the Antelope Valley Groundwater Basin**

21 18. Answering Paragraph 18 of "The History of the Antelope Valley Groundwater
22 Basin" portion of the preliminary allegations to the *Cross-Complaint* of Cross-Complainants on
23 file in the instant action, and with reference to and subject to their denials in Preliminary
24 Statement B, above, these Answering Cross-Defendants admit the allegations contained therein.

25 19. Answering Paragraph 19 of "The History of the Antelope Valley Groundwater
26 Basin" portion of the preliminary allegations to the *Cross-Complaint* of Cross-Complainants on
27 file in the instant action, and with reference to and subject to their denials in Preliminary
28

1 Statement B, above, admit that the Basin is located in an arid valley in the Mojave Desert, about
2 fifty miles northeast of the City of Los Angeles; and, save and except therefor, lack sufficient
3 knowledge or information to form a belief as to the truth of the allegations contained in said
4 paragraph, and on that basis, deny, generally and specifically, jointly and severally, each and
5 every other allegation contained therein.

6 20. Answering Paragraph 20 of "The History of the Antelope Valley Groundwater
7 Basin" portion of the preliminary allegations to the *Cross-Complaint* of Cross-Complainants on
8 file in the instant action, and with reference to and subject to their denials in Preliminary
9 Statement B, above, these Answering Cross-Defendants admit that the Antelope Valley
10 Groundwater Basin is divided into a number of sub-basins, but lack sufficient knowledge or
11 information to form a belief as to the truth of the allegations that the sub-basins are "sufficiently
12 hydrologically connected to justify treating them as a single source of water for purposes of
13 adjudicating the parties' water rights," and on that basis, deny, generally and specifically, jointly
14 and severally, each and every other allegation contained therein with respect to that specific
15 allegation. Further answering said Paragraph 20, these Answering Cross-Defendants are
16 informed and believe and thereon allege that some or all of said basins and sub-basins over
17 which the Cross-Defendants' Properties and water production facilities are situated may be, to
18 some presently unknown extent, separate and independent from some or all of the remaining
19 groundwater basins and sub-basins from which Cross-Complainants produce water and in which
20 Cross-Complainants store water. Further answering said Paragraph 20, these Answering Cross-
21 Defendants lack sufficient knowledge or information to form a belief as to the physical locations,
22 compositions, dimensions and hydrologic interconnections between and amongst the various
23 sub-basins, and on that basis, deny, generally and specifically, jointly and severally, each and
24 every allegation contained therein with respect to that specific allegation that the sub-basins are
25 sufficiently hydrologically connected to justify treating them as a single source of water for
26 purposes of adjudicating the parties' water rights. Further answering said Paragraph 20, Cross-
27 Complainants have not alleged any facts from which these Answering Cross-Defendants can
28

1 ascertain the number and location of Cross-Complainants' production facilities, or the production
2 capacities and histories of Cross-Complainants wells and other water production facilities, and
3 must therefore deny that any present, historic or future production from these Answering Cross-
4 Defendants' facilities have, are, or will have, any adverse impacts on Cross-Complainants'
5 abilities to meet their reasonable water requirements from their unidentified production facilities.
6 Finally, Cross-Complainants have not alleged any facts from which these Answering Cross-
7 Defendants can ascertain the number, location, characteristics and/or capacity of the sub-basins
8 in which Cross-Complainants allege they have stored imported and other water, as well as the
9 amounts, quality and disposition of the water allegedly stored therein, and must therefore deny
10 that any present, historic or future production from these Answering Cross-Defendants' facilities
11 have, are, or will have, any adverse impacts on the waters allegedly stored by some or all of
12 Cross-Complainants in said sub-basins.

13 21. Answering Paragraph 21 of "The History of the Antelope Valley Groundwater
14 Basin" portion of the preliminary allegations to the *Cross-Complaint* of Cross-Complainants on
15 file in the instant action, and with reference to and subject to their denials in Preliminary
16 Statement B, above, these Answering Cross-Defendants state that they lack sufficient knowledge
17 or information to form a belief as to the truth of the allegations contained in said paragraph, and
18 on that basis, deny, generally and specifically, jointly and severally, each and every other
19 allegation contained therein. Further answering said Paragraph 21, these Answering Cross-
20 Defendants state that the groundwater basin and/or sub-basins under the Cross-Defendants'
21 Properties do not appear to have suffered a destroyed groundwater level equilibrium or a
22 systematic long-term decline in groundwater levels and storage, but rather appear to experience
23 seasonal water level fluctuations.

24 22. Answering Paragraph 22 of "The History of the Antelope Valley Groundwater
25 Basin" portion of the preliminary allegations to the *Cross-Complaint* of Cross-Complainants on
26 file in the instant action, and with reference to and subject to their denials in Preliminary
27 Statement B, above, these Answering Cross-Defendants admit that portion of the second
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1 sentence in said Paragraph commencing with the word "urbanization" at line 24 through the
2 word "water" at line 25, all on page 13; and, save and except therefor, lack sufficient knowledge
3 or information to form a belief as to the truth of the allegations contained in said paragraph, and
4 on that basis, deny, generally and specifically, jointly and severally, each and every other
5 allegation contained therein.

6 23. Answering Paragraph 23 of "The History of the Antelope Valley Groundwater
7 Basin" portion of the preliminary allegations to the *Cross-Complaint* of Cross-Complainants on
8 file in the instant action, and with reference to and subject to their denials in Preliminary
9 Statement B, above, these Answering Cross-Defendants lack sufficient knowledge or
10 information to form a belief as to the truth of the allegations contained in said paragraph, and on
11 that basis, deny, generally and specifically, jointly and severally, each and every other allegation
12 contained therein.

13 24. Answering Paragraph 24 of "The History of the Antelope Valley Groundwater
14 Basin" portion of the preliminary allegations to the *Cross-Complaint* of Cross-Complainants on
15 file in the instant action, and with reference to and subject to their denials in Preliminary
16 Statement B, above, these Answering Cross-Defendants admit that land subsidence is the general
17 sinking of the Earth's surface and that some of the harmful effects of land subsidence can include
18 a loss of groundwater storage space, cracks and fissures in the Earth's surface and damage to real
19 property; and, save and except therefor, lack sufficient knowledge or information to form a belief
20 as to the truth of the allegations contained in said paragraph, and on that basis, deny, generally
21 and specifically, jointly and severally, each and every other allegation contained therein. Further
22 answering said Paragraph 24, these Answering Cross-Defendants state that the groundwater
23 basin and/or sub-basins under the Cross-Defendants' Properties appear to have suffered no
24 chronic declines in groundwater levels, and said properties appear to have suffered no land
25 subsidence.

26 25. Answering Paragraph 25 of "The History of the Antelope Valley Groundwater
27 Basin" portion of the preliminary allegations to the *Cross-Complaint* of Cross-Complainants on
28

1 file in the instant action, and with reference to and subject to their denials in Preliminary
2 Statement B, above, these Answering Cross-Defendants admit that declining groundwater levels,
3 diminished groundwater storage and land subsidence can damage any groundwater basin; and,
4 save and except therefor, lack sufficient knowledge or information to form a belief as to the truth
5 of the allegations contained in said paragraph, and on that basis, deny, generally and specifically,
6 jointly and severally, each and every other allegation contained therein. Further answering said
7 Paragraph 24, these Answering Cross-Defendants state that the groundwater basin and/or sub-
8 basins under the Cross-Defendants' Properties appear to have suffered no declines in
9 groundwater levels and no diminished groundwater storage, and the Cross-Defendants'
10 Properties appear to have suffered no land subsidence.

11
12 **Public Water Suppliers Supplement and Commingle Their**
13 **Supplemental Supply of Water With Basin Water**

14 26. Answering Paragraph 26 of the "Public Water Suppliers Supplement and
15 Commingle Their Supplemental Supply of Water With Basin Water" portion of the preliminary
16 allegations to the *Cross-Complaint* of Cross-Complainants on file in the instant action, and with
17 reference to and subject to their denials in Preliminary Statement B, above, these Answering
18 Cross-Defendants admit that State Project water generally originates in Northern California; and
19 save and except therefor, lack sufficient knowledge or information to form a belief as to the truth
20 of the allegations contained in said paragraph, and on that basis, deny, generally and specifically,
21 jointly and severally, each and every other allegation contained therein.

22 27. Answering Paragraph 27 of the "Public Water Suppliers Supplement and
23 Commingle Their Supplemental Supply of Water With Basin Water" portion of the preliminary
24 allegations to the *Cross-Complaint* of Cross-Complainants on file in the instant action, and with
25 reference to and subject to their denials in Preliminary Statement B, above, these Answering
26 Cross-Defendants lack sufficient knowledge or information to form a belief as to the truth of the
27 allegations contained in said paragraph, and on that basis, deny, generally and specifically,
28

1 jointly and severally, each and every other allegation contained therein.

2 28. Answering Paragraph 28 of the "Public Water Suppliers Supplement and
3 Commingle Their Supplemental Supply of Water With Basin Water" portion of the preliminary
4 allegations to the *Cross-Complaint* of Cross-Complainants on file in the instant action, and with
5 reference to and subject to their denials in Preliminary Statement B, above, these Answering
6 Cross-Defendants lack sufficient knowledge or information to form a belief as to the truth of the
7 allegations contained in said paragraph, and on that basis, deny, generally and specifically,
8 jointly and severally, each and every other allegation contained therein.

9
10 **The Basin Has Been in a State of Over-Draft for Over Five Years**

11 29. Answering Paragraph 29 of "The Basin Has Been in a State of Over-Draft for
12 Over Five Years" portion of the preliminary allegations to the *Cross-Complaint* of Cross-
13 Complainants on file in the instant action, and with reference to and subject to their denials in
14 Preliminary Statement B, above, these Answering Cross-Defendants lack sufficient knowledge
15 or information to form a belief as to the truth of the allegations contained in said paragraph, and
16 on that basis, deny, generally and specifically, jointly and severally, each and every other
17 allegation contained therein.

18 30. Answering Paragraph 30 of "The Basin Has Been in a State of Over-Draft for
19 Over Five Years" portion of the preliminary allegations to the *Cross-Complaint* of Cross-
20 Complainants on file in the instant action, and with reference to and subject to their denials in
21 Preliminary Statement B, above, these Answering Cross-Defendants admit those portions of said
22 Paragraph, as to these Answering Cross-Defendants alone and no other, commencing with the
23 word "cross-defendant" on line 21 through the word "water" on line 23, all on page 15; and, save
24 and except therefor, lack sufficient knowledge or information to form a belief as to the truth of
25 the allegations contained in said paragraph, and on that basis, deny, generally and specifically,
26 jointly and severally, each and every other allegation contained therein.

1 31. Answering Paragraph 31 of "The Basin Has Been in a State of Over-Draft for
2 Over Five Years" portion of the preliminary allegations to the *Cross-Complaint* of Cross-
3 Complainants on file in the instant action, and with reference to and subject to their denials in
4 Preliminary Statement B, above, these Answering Cross-Defendants admit those portions of said
5 Paragraph, as to these Answering Cross-Defendants alone and no other, commencing with the
6 word "claim" on line 26 through the word "water" on line 27, all on page 15; and, save and
7 except therefor, lack sufficient knowledge or information to form a belief as to the truth of the
8 allegations contained in said paragraph, and on that basis, deny, generally and specifically,
9 jointly and severally, each and every other allegation contained therein.

10 32. Answering Paragraph 32 of "The Basin Has Been in a State of Over-Draft for
11 Over Five Years" portion of the preliminary allegations to the *Cross-Complaint* of Cross-
12 Complainants on file in the instant action, and with reference to and subject to their denials in
13 Preliminary Statement B, above, these Answering Cross-Defendants lack sufficient knowledge
14 or information to form a belief as to the truth of the allegations contained in said paragraph, and
15 on that basis, deny, generally and specifically, jointly and severally, each and every other
16 allegation contained therein.

17 33. Answering Paragraph 33 of "The Basin Has Been in a State of Over-Draft for
18 Over Five Years" portion of the preliminary allegations to the *Cross-Complaint* of Cross-
19 Complainants on file in the instant action, and with reference to and subject to their denials in
20 Preliminary Statement B, above, these Answering Cross-Defendants lack sufficient knowledge
21 or information to form a belief as to the truth of the allegations contained in said paragraph, and
22 on that basis, deny, generally and specifically, jointly and severally, each and every other
23 allegation contained therein.

24 ////

25 ////

26 ////

27 ////

**There is a Dispute Among the Parties Regarding The Extent and
Priority of Their Respective Water Rights**

34. Answering Paragraph 34 of the "There is a Dispute Among the Parties Regarding the Extent and Priority of Their Respective Water Rights" portion of the preliminary allegations to the *Cross-Complaint* of Cross-Complainants on file in the instant action, and with reference to and subject to their denials in Preliminary Statement B, above, these Answering Cross-Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in said paragraph, and on that basis, deny, generally and specifically, jointly and severally, each and every other allegation contained therein.

35. Answering Paragraph 35 of the "There is a Dispute Among the Parties Regarding the Extent and Priority of Their Respective Water Rights" portion of the preliminary allegations to the *Cross-Complaint* of Cross-Complainants on file in the instant action, and with reference to and subject to their denials in Preliminary Statement B, above, these Answering Cross-Defendants admit those portions of said Paragraph, as to these Answering Cross-Defendants alone and no other, commencing with the word "cross-defendants" on line 18 through the word "water" on line 19, all on page 16; and, save and except therefor, lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in said paragraph, and on that basis, deny, generally and specifically, jointly and severally, each and every other allegation contained therein.

36. Answering Paragraph 36 of the "There is a Dispute Among the Parties Regarding the Extent and Priority of Their Respective Water Rights" portion of the preliminary allegations to the *Cross-Complaint* of Cross-Complainants on file in the instant action, and with reference to and subject to their denials in Preliminary Statement B, above, these Answering Cross-Defendants admit that public water suppliers generally have appropriative rights to produce water for the public they serve; and, save and except therefor, lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in said paragraph, and on

1 that basis, deny, generally and specifically, jointly and severally, each and every other allegation
2 contained therein.

3 37. Answering Paragraph 37 of the "There is a Dispute Among the Parties Regarding
4 the Extent and Priority of Their Respective Water Rights" portion of the preliminary allegations
5 to the *Cross-Complaint* of Cross-Complainants on file in the instant action, and with reference to
6 and subject to their denials in Preliminary Statement B, above, these Answering Cross-
7 Defendants lack sufficient knowledge or information to form a belief as to the truth of the
8 allegations contained in said paragraph, and on that basis, deny, generally and specifically,
9 jointly and severally, each and every other allegation contained therein.

10 38. Answering Paragraph 38, including subparagraphs A through E, of the "There is a
11 Dispute Among the Parties Regarding the Extent and Priority of Their Respective Water Rights"
12 portion of the preliminary allegations to the *Cross-Complaint* of Cross-Complainants on file in
13 the instant action, and with reference to and subject to their denials in Preliminary Statement B,
14 above, these Answering Cross-Defendants lack sufficient knowledge or information to form a
15 belief as to the truth of the allegations contained in said paragraph, and on that basis, deny,
16 generally and specifically, jointly and severally, each and every other allegation contained
17 therein.

18
19 **First Cause of Action**

20 **(Declaratory Relief – Prescriptive Rights – Against All Cross-Defendants**

21 **Except the United States and Other Public Entity Cross-Defendants)**

22 39. Answering Paragraph 39 of the First Cause of Action of the *Cross-Complaint* of
23 Cross-Complainants on file in the instant action, these Answering Cross-Defendants reallege and
24 reincorporate their Preliminary Statements and their answers and allegations to Paragraphs 1
25 through 38, inclusive.

26 40. Answering Paragraph 40 of the First Cause of Action of the *Cross-Complaint* of
27 Cross-Complainants on file in the instant action, and with reference to and subject to their
28

1 denials in Preliminary Statement B, above, these Answering Cross-Defendants admit those
2 portions of said Paragraph commencing with the word "For" on line 7½ through the word
3 "rights" on line 8½, all on page 18; and, save and except therefor, lack sufficient knowledge or
4 information to form a belief as to the truth of the remaining allegations contained in said
5 paragraph, and on that basis, deny, generally and specifically, jointly and severally, each and
6 every other allegation contained therein.

7 41. Answering Paragraph 41 of the First Cause of Action of the *Cross-Complaint* of
8 Cross-Complainants on file in the instant action, and with reference to and subject to their
9 denials in Preliminary Statement B, above, these Answering Cross-Defendants lack sufficient
10 knowledge or information to form a belief as to the truth of the allegations contained therein, and
11 on that basis, deny, generally and specifically, jointly and severally, each and every allegation
12 contained therein.

13 42. Answering Paragraph 42 of the First Cause of Action of the *Cross-Complaint* of
14 Cross-Complainants on file in the instant action, and with reference to and subject to their
15 denials in Preliminary Statement B, above, these Answering Cross-Defendants admit the
16 allegations contained therein.

17 43. Answering Paragraph 43 of the First Cause of Action of the *Cross-Complaint* of
18 Cross-Complainants on file in the instant action, and with reference to and subject to their
19 denials in Preliminary Statement B, above, these Answering Cross-Defendants lack sufficient
20 knowledge or information to form a belief as to the truth of the allegations contained therein, and
21 on that basis, deny, generally and specifically, jointly and severally, each and every allegation
22 contained therein.

23
24 **Second Cause of Action**

25 **(Declaratory Relief – Appropriative Rights – Against All Cross-Defendants)**

26 44. Answering Paragraph 44 of the Second Cause of Action of the *Cross-Complaint*
27 of Cross-Complainants on file in the instant action, and with reference to and subject to their
28

1 denials in Preliminary Statement B, above, these Answering Cross-Defendants reallege and
2 reincorporate their answers and allegations to Paragraphs 1 through 43, inclusive.

3 45. Answering Paragraph 45 of the Second Cause of Action of the *Cross-Complaint*
4 of Cross-Complainants on file in the instant action, and with reference to and subject to their
5 denials in Preliminary Statement B, above, these Answering Cross-Defendants admit that public
6 water suppliers generally have appropriative rights to produce water for the public they serve;
7 and, save and except therefor, lack sufficient knowledge or information to form a belief as to the
8 truth of the allegations contained therein, and on that basis, deny, generally and specifically,
9 jointly and severally, each and every other allegation contained therein.

10 46. Answering Paragraph 46 of the Second Cause of Action of the *Cross-Complaint*
11 of Cross-Complainants on file in the instant action, and with reference to and subject to their
12 denials in Preliminary Statement B, above, these Answering Cross-Defendants deny, generally
13 and specifically, jointly and severally, each and every allegation contained therein as an
14 oversimplification of the law in California concerning appropriative rights.

15 47. Answering Paragraph 47 of the Second Cause of Action of the *Cross-Complaint*
16 of Cross-Complainants on file in the instant action, and with reference to and subject to their
17 denials in Preliminary Statement B, above, these Answering Cross-Defendants generally admit
18 those portions of said paragraph commencing with the word "safe" on line 11½ through the word
19 "subsidence" on line 15½, all on page 19; and, save and except therefor, lack sufficient
20 knowledge or information to form a belief as to the truth of the remaining allegations contained
21 in said paragraph, and on that basis, deny, generally and specifically, jointly and severally, each
22 and every other allegation contained therein.

23 48. Answering Paragraph 48 of the Second Cause of Action of the *Cross-Complaint*
24 of Cross-Complainants on file in the instant action, and with reference to and subject to their
25 denials in Preliminary Statement B, above, these Answering Cross-Defendants admit that all uses
26 of water in California are subject to the "reasonable and beneficial" requirements of Article X,
27 Section 2 of the *California Constitution* and the Reasonable Use Doctrine; and, save and except
28

1 therefor, lack sufficient knowledge or information to form a belief as to the truth of the
2 allegations contained therein, and on that basis, deny, generally and specifically, jointly and
3 severally, each and every allegation contained therein.

4 49. Answering Paragraph 48 of the Second Cause of Action of the *Cross-Complaint*
5 of Cross-Complainants on file in the instant action, and with reference to and subject to their
6 denials in Preliminary Statement B, above, these Answering Cross-Defendants admit the
7 allegations contained in the first sentence thereof; and save and except therefor, lack sufficient
8 knowledge or information to form a belief as to the truth of the remaining allegations contained
9 in said paragraph, and on that basis, deny, generally and specifically, jointly and severally, each
10 and every other allegation contained therein.

11 50. Answering Paragraph 48 of the Second Cause of Action of the *Cross-Complaint*
12 of Cross-Complainants on file in the instant action, and with reference to and subject to their
13 denials in Preliminary Statement B, above, these Answering Cross-Defendants admit the
14 allegations contained therein.

15 Third Cause of Action

16 **(Declaratory Relief – Physical Solution – Against All Cross-Defendants)**

17 51. Answering Paragraph 51 of the Third Cause of Action of the *Cross-Complaint* of
18 Cross-Complainants on file in the instant action, these Answering Cross-Defendants reallege and
19 reincorporate their answers and allegations to Paragraphs 1 through 50, inclusive.
20

21 52. Answering Paragraph 52 of the Third Cause of Action of the *Cross-Complaint* of
22 Cross-Complainants on file in the instant action, and with reference to and subject to their
23 denials in Preliminary Statement B, above, these Answering Cross-Defendants admit those
24 portions of said Paragraph commencing with the word “cross-defendants” on line 8½ through the
25 word “pumping” on line 10½, all on page 20, as the allegations relates to these Answering Cross-
26 Defendants alone and to no others; and, save and except therefor, lack sufficient knowledge or
27 information to form a belief as to the truth of the allegations contained therein, and on that basis,
28

1 deny, generally and specifically, jointly and severally, each and every allegation contained
2 therein.

3 53. Answering Paragraph 53 of the Third Cause of Action of the *Cross-Complaint* of
4 Cross-Complainants on file in the instant action, and with reference to and subject to their
5 denials in Preliminary Statement B, above, these Answering Cross-Defendants deny, generally
6 and specifically, jointly and severally, each and every allegation contained therein, as the
7 allegations relates to these Answering Cross-Defendants alone and to no others. Further
8 answering said Paragraph 53, these Answering Cross-Defendants lack sufficient knowledge or
9 information to form a belief as to the truth of the allegations contained therein, and on that basis,
10 deny, generally and specifically, jointly and severally, each and every allegation contained
11 therein.

12 54. Answering Paragraph 54 of the Third Cause of Action of the *Cross-Complaint* of
13 Cross-Complainants on file in the instant action, and with reference to and subject to their
14 denials in Preliminary Statement B, above, these Answering Cross-Defendants admit those
15 portions of said Paragraph commencing with the word "California" on line 22½ through the
16 word "capable" on line 27½, all on page 20, as the allegation relates to these Answering Cross-
17 Defendants alone and to no others, and to the extent that the mechanism of a physical solution
18 has the potential for providing a practical solution if it is properly developed and implemented;
19 and excepting therefore, these Answering Cross-Defendants lack sufficient knowledge or
20 information to form a belief as to the truth of the allegations contained therein, and on that basis,
21 deny, generally and specifically, jointly and severally, each and every allegation contained
22 therein.

23 55. Answering Paragraph 55 of the Third Cause of Action of the *Cross-Complaint* of
24 Cross-Complainants on file in the instant action, and with reference to and subject to their
25 denials in Preliminary Statement B, above, these Answering Cross-Defendants lack sufficient
26 knowledge or information to form a belief as to the truth of the allegations contained therein, and
27 on that basis, deny, generally and specifically, jointly and severally, each and every allegation
28

1 contained therein. Further answering said Paragraph 55, these Answering Cross-Defendants
2 admit that a physical solution may, but need not, contain the factors identified in said
3 Paragraph 55.

4
5 **Fourth Cause of Action**

6 **(Declaratory Relief – Municipal Priority – Against All Cross-Defendants)**

7 56. Answering Paragraph 56 of the Fourth Cause of Action of the *Cross-Complaint* of
8 Cross-Complainants on file in the instant action, these Answering Cross-Defendants reallege and
9 reincorporate their answers and allegations to Paragraphs 1 through 55, inclusive.

10 57. Answering Paragraph 57 of the Fourth Cause of Action of the *Cross-Complaint* of
11 Cross-Complainants on file in the instant action, and with reference to and subject to their
12 denials in Preliminary Statement B, above, these Answering Cross-Defendants admit those
13 portions of said Paragraph commencing with the word “It” on line 17½ through the citation to
14 “*Water Code* § 106” on line 19½, all on page 21; and, save and except therefor, lack sufficient
15 knowledge or information to form a belief as to the truth of the allegations contained therein, and
16 on that basis, deny, generally and specifically, jointly and severally, each and every allegation
17 contained therein.

18 58. Answering Paragraph 58 of the Fourth Cause of Action of the *Cross-Complaint* of
19 Cross-Complainants on file in the instant action, and with reference to and subject to their
20 denials in Preliminary Statement B, above, these Answering Cross-Defendants admit that the
21 quote is a portion of “*Water Code* § 106.5”; deny that it is the entirety of said Section 106.5; and
22 further deny that it is an accurate reflection of the will and actions of the California Legislature
23 relative to the water rights of a public water supplier.

24 59. Answering Paragraph 59 of the Fourth Cause of Action of the *Cross-Complaint* of
25 Cross-Complainants on file in the instant action, and with reference to and subject to their
26 denials in Preliminary Statement B, above, these Answering Cross-Defendants deny, generally
27 and specifically, jointly and severally, each and every allegation contained therein.

60. Answering Paragraph 60 of the Fourth Cause of Action of the *Cross-Complaint* of Cross-Complainants on file in the instant action, and with reference to and subject to their denials in Preliminary Statement B, above, these Answering Cross-Defendants admit those portions of said Paragraph commencing with the word "An" on line 1 through the word "cross-defendants" on lines 1 and 2, all on page 22; and, save and except therefor, lack sufficient knowledge or information to form a belief as to the truth of the allegations contained therein, and on that basis, deny, generally and specifically, jointly and severally, each and every allegation contained therein.

61. Answering Paragraph 61 of the Fourth Cause of Action of the *Cross-Complaint* of Cross-Complainants on file in the instant action, and with reference to and subject to their denials in Preliminary Statement B, above, these Answering Cross-Defendants admit the allegations contained therein.

Fifth Cause of Action

(Declaratory Relief – Storage of Imported Water – Against All Cross-Defendants)

62. Answering Paragraph 62 of the Fifth Cause of Action of the *Cross-Complaint* of Cross-Complainants on file in the instant action, these Answering Cross-Defendants reallege and reincorporate their answers and allegations to Paragraphs 1 through 61, inclusive.

63. Answering Paragraph 63 of the Fifth Cause of Action of the *Cross-Complaint* of Cross-Complainants on file in the instant action, and with reference to and subject to their denials in Preliminary Statement B, above, these Answering Cross-Defendants admit those portions of said Paragraph commencing with the first word "State" on line 19½ through the word "Basin" on line 20½, all on page 22; and, save and except therefor, lack sufficient knowledge or information to form a belief as to the truth of the allegations contained therein, and on that basis, deny, generally and specifically, jointly and severally, each and every allegation contained therein.

1 64. Answering Paragraph 64 of the Fifth Cause of Action of the *Cross-Complaint* of
2 Cross-Complainants on file in the instant action, and with reference to and subject to their
3 denials in Preliminary Statement B, above, these Answering Cross-Defendants lack sufficient
4 knowledge or information to form a belief as to the truth of the allegations contained therein, and
5 on that basis, deny, generally and specifically, jointly and severally, each and every allegation
6 contained therein.

7 65. Answering Paragraph 65 of the Fifth Cause of Action of the *Cross-Complaint* of
8 Cross-Complainants on file in the instant action, and with reference to and subject to their
9 denials in Preliminary Statement B, above, these Answering Cross-Defendants lack sufficient
10 knowledge or information to form a belief as to the truth of the allegations contained therein, and
11 on that basis, deny, generally and specifically, jointly and severally, each and every allegation
12 contained therein.

13 66. Answering Paragraph 66 of the Fifth Cause of Action of the *Cross-Complaint* of
14 Cross-Complainants on file in the instant action, and with reference to and subject to their
15 denials in Preliminary Statement B, above, these Answering Cross-Defendants admit those
16 portions of said Paragraph commencing with the word "An" on line 8 through the word "cross-
17 defendants" on lines 7 and 8, all on page 23; re-allege and re-incorporate their answers to
18 Paragraphs 1 through 39 of the *Cross-Complaint* of Cross-Complainants on file in the instant
19 action; and, save and except therefor, lack sufficient knowledge or information to form a belief
20 as to the truth of the allegations contained therein, and on that basis, deny, generally and
21 specifically, jointly and severally, each and every allegation contained therein.

22 67. Answering Paragraph 67 of the Fifth Cause of Action of the *Cross-Complaint* of
23 Cross-Complainants on file in the instant action, and with reference to and subject to their
24 denials in Preliminary Statement B, above, these Answering Cross-Defendants admit the
25 allegations contained therein.

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from Imported Water Stored in the Basin – Against All Cross-Defendants)

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1 portions of said Paragraph commencing with the word "An" on line 6 through the word "cross-
2 defendants" on lines 6 and 7, all on page 24; re-allege and re-incorporate their answers to
3 Paragraphs 1 through 43 of the *Cross-Complaint* of Cross-Complainants on file in the instant
4 action; and, save and except therefor, lack sufficient knowledge or information to form a belief
5 as to the truth of the allegations contained therein, and on that basis, deny, generally and
6 specifically, jointly and severally, each and every allegation contained therein.

7 73. Answering Paragraph 73 of the Sixth Cause of Action of the *Cross-Complaint* of
8 Cross-Complainants on file in the instant action, and with reference to and subject to their
9 denials in Preliminary Statement B, above, these Answering Cross-Defendants admit the
10 allegations contained therein.

11
12 **Seventh Cause of Action**

13 **(Unreasonable Use of Water – Against All Cross-Defendants**

14 **Except Public Entity Cross-Defendants)**

15 74. Answering Paragraph 74 of the Seventh Cause of Action of the *Cross-Complaint*
16 of Cross-Complainants on file in the instant action, these Answering Cross-Defendants reallege
17 and reincorporate their answers and allegations to Paragraphs 1 through 73, inclusive.

18 75. Answering Paragraph 75 of the Seventh Cause of Action of the *Cross-Complaint*
19 of Cross-Complainants on file in the instant action, and with reference to and subject to their
20 denials in Preliminary Statement B, above, these Answering Cross-Defendants admit those
21 portions of said Paragraph commencing with the first word "The" on line 20½ through the word
22 "case" on line 23½, all on page 24; and, save and except therefor, lack sufficient knowledge or
23 information to form a belief as to the truth of the allegations contained therein, and on that basis,
24 deny, generally and specifically, jointly and severally, each and every allegation contained
25 therein.

26 76. Answering Paragraph 76 of the Seventh Cause of Action of the *Cross-Complaint*
27 of Cross-Complainants on file in the instant action, and with reference to and subject to their
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1 denials in Preliminary Statement B, above, these Answering Cross-Defendants deny, generally
2 and specifically, jointly and severally, each and every allegation contained therein, as for
3 themselves and for no others; and, save and except therefor, lack sufficient knowledge or
4 information to form a belief as to the truth of the allegations contained therein as to the other
5 named cross-defendants, and on that basis, deny, generally and specifically, jointly and severally,
6 each and every allegation contained therein.

7 77. Answering Paragraph 77 of the Seventh Cause of Action of the *Cross-Complaint*
8 of Cross-Complainants on file in the instant action, and with reference to and subject to their
9 denials in Preliminary Statement B, above, these Answering Cross-Defendants admit those
10 portions of said Paragraph commencing with the word "An" on line 4 through the word "cross-
11 defendants" on lines 4 and 5, all on page 25; re-allege and re-incorporate their answers to
12 Paragraphs 1 through 43 of the *Cross-Complaint* of Cross-Complainants on file in the instant
13 action; and, save and except therefor, lack sufficient knowledge or information to form a belief
14 as to the truth of the allegations contained therein, and on that basis, deny, generally and
15 specifically, jointly and severally, each and every allegation contained therein.

16 78. Answering Paragraph 78 of the Seventh Cause of Action of the *Cross-Complaint*
17 of Cross-Complainants on file in the instant action, and with reference to and subject to their
18 denials in Preliminary Statement B, above, these Answering Cross-Defendants admit the
19 allegations contained therein.

20
21 **Note: There are no paragraphs numbered 79 through 90 in the copies of the *Cross-***
22 ***Complaint* of Cross-Complainants on file in the instant action that were served on these**
23 **Answering Cross-Defendants.**

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Eighth Cause of Action

(Declaratory Relief re Boundaries of Basin)

91. Answering Paragraph 91 of the Eighth Cause of Action of the *Cross-Complaint* of Cross-Complainants on file in the instant action, these Answering Cross-Defendants reallege and reincorporate their answers and allegations to Paragraphs 1 through 78, inclusive.

92. Answering Paragraph 92 of the Eighth Cause of Action of the *Cross-Complaint* of Cross-Complainants on file in the instant action, and with reference to and subject to their denials in Preliminary Statement B, above, these Answering Cross-Defendants admit those portions of said Paragraph commencing with the word "An" on line 18½ through the word "Basin" on line 20½, all on page 25; re-allege and re-incorporate their answers to Paragraphs 1 through 38 of the *Cross-Complaint* of Cross-Complainants on file in the instant action; and, save and except therefor, lack sufficient knowledge or information to form a belief as to the truth of the allegations contained therein, and on that basis, deny, generally and specifically, jointly and severally, each and every allegation contained therein.

93. Answering Paragraph 93 of the Eighth Cause of Action of the *Cross-Complaint* of Cross-Complainants on file in the instant action, and with reference to and subject to their denials in Preliminary Statement B, above, these Answering Cross-Defendants admit the allegations contained therein.

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1 **AFFIRMATIVE DEFENSES**

2 As and for affirmative defenses to the causes of action purported to be set forth against
3 them in the *Cross-Complaint* of Cross-Complainants on file in the instant action, these
4 Answering Cross-Defendants allege as follows:

5
6 **FIRST AFFIRMATIVE DEFENSE**

7 (Failure to State Cause of Action)

8 As and for a first separate and affirmative defense to said *Cross-Complaint*, and each
9 cause of action thereof, whether considered separately or apart, these Answering Cross-
10 Defendants allege that the *Cross-Complaint*, and each cause of action thereof, fails to state a
11 cause of action against these Answering Cross-Defendants upon which the Court can grant relief.
12

13 **SECOND AFFIRMATIVE DEFENSE**

14 (Estoppel)

15 As and for a second separate and affirmative defense to said *Cross-Complaint*, and each
16 cause of action thereof, whether considered separately or apart, these Answering Cross-
17 Defendants are informed and believes, and on that basis allege, that Cross-Complainants are
18 estopped from asserting each and every cause of action against these Answering Cross-
19 Defendants by reason of the facts that, there are a number of groundwater basins and sub-basins
20 situated in that portion of the State of California generally described in the *Cross-Complaint* as
21 the Antelope Valley Groundwater Basin; that the physical locations, composition, dimensions
22 and interconnections between and amongst those groundwater basins and sub-basins has not
23 been sufficiently alleged by Cross-Complainants to state a cause of action against these
24 Answering Cross-Defendants; that some or all of said basins and sub-basins over which these
25 Answering Cross-Defendants' Properties, and water production facilities are situated may be, to
26 some presently unknown extent, separate and independent from some or all of the remaining
27 groundwater basins and sub-basins; and that Cross-Complainants have failure to specifically
28

1 identify the locations of each and every of the wells that they allege to have drilled, equipped,
2 operated and maintained.

3
4 **THIRD AFFIRMATIVE DEFENSE**

5 (Reasonable and Beneficial Use)

6 As and for a third separate and affirmative defense to said *Cross-Complaint*, and each
7 cause of action thereof, whether considered separately or apart, these Answering Cross-
8 Defendants allege that Cross-Complainants' use of water, both presently and in the future, is
9 limited by the reasonable and beneficial use limitations set forth in Article X, Section 2 of the
10 *California Constitution and Water Code* § 100.

11
12 **FOURTH AFFIRMATIVE DEFENSE**

13 (Riparian Rights)

14 As and for a fourth separate and affirmative defense to said *Cross-Complaint*, and each
15 cause of action thereof, whether considered separately or apart, these Answering Cross-
16 Defendants claim riparian rights to the underflow of the Little Rock Wash, as to

17 the West ½ of the Northeast ¼ of Section 36, Township 6 North,
18 Range 11 West, San Bernardino Base and Meridian [APN: 3024
015 055], under lease;

19 and

20 the West ½ of the Northwest ¼ of Section 1, Township 5 North,
21 Range 11 West, San Bernardino Base and Meridian [APNS: 3051
008 004 and 3051 008 006], under lease;

22 and

23 the West ½ of the Southeast ¼ of Section 36, Township 6 North,
24 Range 11 West, San Bernardino Base and Meridian [APN: 3024
016 001], under lease;

25 and

26 The West 80 acres of the aggregate of Lots 1 and 2 of the
27 Northeast Quarter of Section 2, Township 5 North, Range 11 West,
28 San Bernardino Base and Meridian [APN: 3051 008 002],

1 consistent with the provisions of *Water Code* § 101; and that some or all of their production is
2 from said underflow of the Little Rock Wash; and to that extent, these Answering Cross-
3 Defendants allege that Cross-Complainants are barred from the relief sought on each and every
4 cause of action against these Answering Cross-Defendants.

5
6 **FIFTH AFFIRMATIVE DEFENSE**

7 (Appropriative Rights)

8 As and for a fifth separate and affirmative defense to said *Cross-Complaint*, and each
9 cause of action thereof, whether considered separately or apart, these Answering Cross-
10 Defendants claim the appropriative rights to produce water from the basins and sub-basins over
11 which these Answering Cross-Defendants' Properties and water production facilities are situated;
12 and, to the extent that the basins and sub-basins over which Cross-Complainants' water
13 production facilities are situated are separate and independent from the basins and sub-basins
14 over which these Answering Cross-Defendants' Properties and water production facilities are
15 situated, these Answering Cross-Defendants allege that Cross-Complainants are barred from the
16 relief sought on each and every cause of action against these Answering Cross-Defendants.

17
18 **SIXTH AFFIRMATIVE DEFENSE**

19 (Permitted Rights to Extract)

20 As and for a sixth separate and affirmative defense to said *Cross-Complaint*, and each
21 cause of action thereof, whether considered separately or apart, these Answering Cross-
22 Defendants allege that they have permitted rights to extract water from the basins and sub-basins
23 over which these Answering Cross-Defendants' Properties and water production facilities are
24 situated, with the Division of Water Rights of the State Water Resources Control Board for the
25 State of California.

1 **SEVENTH AFFIRMATIVE DEFENSE**

2 (Waiver)

3 As and for a seventh separate and affirmative defense to said *Cross-Complaint*, and each
4 cause of action thereof, whether considered separately or apart, these Answering Cross-
5 Defendants allege that even if the facts alleged in the *Cross-Complaint* are true, and these
6 Answering Cross-Defendants deny the same, Cross-Complainants have engaged in conduct and
7 activities that it knew or should have known that these Answering Cross-Defendants would, in
8 fact, rely on to their prejudice and detriment, sufficient to constitute a waiver of any claims and
9 demands against these Answering Cross-Defendants; and, accordingly, Cross-Complainants are
10 barred from the relief sought on each and every cause of action against these Answering Cross-
11 Defendants.

12
13 **EIGHTH AFFIRMATIVE DEFENSE**

14 (Failure to Mitigate Damages)

15 As and for an eighth separate and affirmative defense to said *Cross-Complaint*, and each
16 cause of action thereof, whether considered separately or apart, these Answering Cross-
17 Defendants are informed and believes and on that basis allege that Cross-Complainants failed to
18 take reasonable, prudent, and necessary steps to diminish, control and/or mitigate the damages
19 allegedly suffered by Cross-Complainants, if any.

20
21 **NINTH AFFIRMATIVE DEFENSE**

22 (Failure to Do Equity)

23 As and for a ninth separate and affirmative defense to said *Cross-Complaint*, and each
24 cause of action thereof, whether considered separately or apart, these Answering Cross-
25 Defendants are informed and believes and on that basis allege that Cross-Complainants' ability
26 to obtain relief as prayed in the *Cross-Complaint* is or may be limited by reason of Cross-
27 Complainants' failure to do equity in the matters alleged in the *Cross-Complaint* filed herein.

1 **TENTH AFFIRMATIVE DEFENSE**

2 (Comparative Fault)

3 As and for a tenth separate and affirmative defense to said *Cross-Complaint*, and each
4 cause of action thereof, whether considered separately or apart, these Answering Cross-
5 Defendants are informed and believes and on that basis allege that Cross-Complainants failed to
6 exercise ordinary care, caution and prudence in connection with their water production and the
7 use of water by their customers; and that Cross-Complainants' lack of care, caution and prudence
8 was independent of and unrelated to the actions, if any, of these Answering Cross-Defendants;
9 and to that extent, Cross-Complainants' production and uses are unreasonable and beneficial, and
10 Cross-Complainants' remedies and recovery, if any, should be proportionately reduced.

11
12 **ELEVENTH AFFIRMATIVE DEFENSE**

13 (Doctrine of Laches)

14 As and for an eleventh separate and affirmative defense to said *Cross-Complaint*, and
15 each cause of action thereof, whether considered separately or apart, these Answering Cross-
16 Defendants allege that some of Cross-Complainants' claims are barred by the doctrine of laches.

17
18 **TWELFTH AFFIRMATIVE DEFENSE**

19 (Excuse)

20 As and for a twelfth separate and affirmative defense to said *Cross-Complaint*, and each
21 cause of action thereof, whether considered separately or apart, these Answering Cross-
22 Defendants allege that any purported misconduct on their part, which is denied but alleged herein
23 solely for the purpose of asserting this affirmative defense, has been excused by some or all of
24 Cross-Complainants' own misconduct.

1 **THIRTEENTH AFFIRMATIVE DEFENSE**

2 (Justification)

3 As and for a thirteenth separate and affirmative defense to said *Cross-Complaint*, and
4 each cause of action thereof, whether considered separately or apart, these Answering Cross-
5 Defendants allege that these Answering Cross-Defendants' productions and use of water is and
6 has been justified.

7
8 **FOURTEENTH AFFIRMATIVE DEFENSE**

9 (Good Faith)

10 As and for a fourteenth separate and affirmative defense to said *Cross-Complaint*, and
11 each cause of action thereof, whether considered separately or apart, these Answering Cross-
12 Defendants allege a good faith belief that they had the rights to produce and use water they have
13 produced and used.

14
15 **FIFTEENTH AFFIRMATIVE DEFENSE**

16 (Lack of Good Faith)

17 As and for a fifteenth separate and affirmative defense to said *Cross-Complaint*, and each
18 cause of action thereof, whether considered separately or apart, these Answering Cross-
19 Defendants allege that some or all of Cross-Complainants failed to act in good faith and to deal
20 fairly with these Answering Cross-Defendants and on that basis, Cross-Complainants are
21 precluded from obtaining some or all of the relief sought in their *Cross-Complaint*.

22
23 **SIXTEENTH AFFIRMATIVE DEFENSE**

24 (Statute of Limitations)

25 As and for a sixteenth separate and affirmative defense to said *Cross-Complaint*, and
26 each cause of action thereof, whether considered separately or apart, these Answering Cross-
27

1 Defendants allege that Cross-Complainants' claims, and each of them, are barred by the
2 applicable statute of limitation provisions of the *Code of Civil Procedure*.

3
4 **SEVENTEENTH AFFIRMATIVE DEFENSE**

5 (Additional Affirmative Defenses)

6 As and for a seventeenth separate and affirmative defense to said *Cross-Complaint*, and
7 each cause of action thereof, whether considered separately or apart, these Answering Cross-
8 Defendants are informed and believes and on that basis allege that they may have additional
9 affirmative defenses available of which these Answering Cross-Defendants are not fully aware at
10 the present time. These Answering Cross-Defendants reserve the right to assert additional
11 affirmative defenses after the same have been ascertained.

12
13 **WHEREFORE, these Answering Cross-Defendants pray as follows:**

- 14 1. That Cross-Complainants take nothing by their *Cross-Complaint*, and that it be
15 dismissed with prejudice;
16 2. For attorneys' fees as authorized by law;
17 3. For costs of suit herein incurred; and
18 4. For such other and further relief as the Court deems just and proper.

19
20 Dated: April 12, 2006

GRESHAM SAVAGE NOLAN & TILDEN,
A Professional Corporation

21
22
23 By: 

Michael Duane Davis
Attorneys for Cross-Defendants, Service Rock
Products Corporation, as successor-in-interest to
Owl Properties, Inc.; and Healy Enterprises, Inc.
[only in its capacity as Lessee to Service Rock
Products Corporation]

VERIFICATION

STATE OF CALIFORNIA

COUNTY OF RIVERSIDE

I have read the foregoing ANSWER OF SERVICE ROCK PRODUCTS CORPORATION, AS SUCCESSOR-IN-INTEREST TO OWL PROPERTIES, INC.; AND HEALY ENTERPRISES, INC. [ONLY IN ITS CAPACITY AS LESSOR TO SERVICE ROCK PRODUCTS CORPORATION] TO CROSS-COMPLAINT OF MUNICIPAL PURVEYORS FOR DECLARATORY AND INJUNCTIVE RELIEF AND ADJUDICATION OF WATER RIGHTS and know its contents.

☒ CHECK APPLICABLE PARAGRAPH

☐ I am a party to this action. The matters stated in the foregoing document are true of my own knowledge except as to those matters which are stated on information and belief, and as to those matters I believe them to be true.

☒ I am President of SERVICE ROCK PRODUCTS CORPORATION, success-in-interest to OWL PROPERTIES, INC., a party to this action, and am authorized to make this verification for and on its behalf, and I make this verification for that reason.

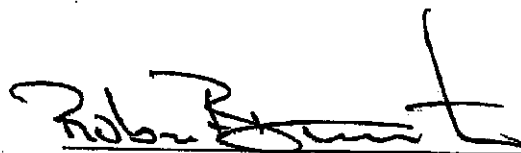
☐ I am informed and believe and on that ground allege that the matters stated in the foregoing document are true.

☒ The matters stated in the foregoing document are true of my own knowledge except as to those matters which are stated on information and belief, and as to those matters I believe them to be true.

☐ I am one of the attorneys for _____, a party to this action. Such party is absent from the aforesaid county where such attorneys have their offices, and I make this verification for and on behalf of that party for that reason. I am informed and believe and on that ground allege that the matters stated in the foregoing document are true.

Executed on April 18, 2006, at Henderson, Nevada.

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


Robert Burmeister

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VERIFICATION

STATE OF CALIFORNIA

COUNTY OF RIVERSIDE

I have read the foregoing **ANSWER OF OWL PROPERTIES, INC., A FORMER SUBSIDIARY AND NOW A PART OF SERVICE ROCK PRODUCTS CORPORATION AND A SUBSIDIARY OF MITSUBISHI CEMENT CORPORATION; AND HEALY ENTERPRISES, INC. [ONLY IN ITS CAPACITY AS LESSOR TO OWL PROPERTIES, INC.] TO CROSS-COMPLAINT OF MUNICIPAL PURVEYORS FOR DECLARATORY AND INJUNCTIVE RELIEF AND ADJUDICATION OF WATER RIGHTS** and know its contents.

☒ CHECK APPLICABLE PARAGRAPH

☐ I am a party to this action. The matters stated in the foregoing document are true of my own knowledge except as to those matters which are stated on information and belief, and as to those matters I believe them to be true.

☒ I am an officer of HEALY ENTERPRISES, INC. [only in its capacity as Lessor to Owl Properties, Inc.], a party to this action, and am authorized to make this verification for and on its behalf, and I make this verification for that reason.

☐ I am informed and believe and on that ground allege that the matters stated in the foregoing document are true.

☒ The matters stated in the foregoing document are true of my own knowledge except as to those matters which are stated on information and belief, and as to those matters I believe them to be true.

☐ I am one of the attorneys for _____, a party to this action. Such party is absent from the aforesaid county where such attorneys have their offices, and I make this verification for and on behalf of that party for that reason. I am informed and believe and on that ground allege that the matters stated in the foregoing document are true.

Executed on April 12, 2006, at Thousand Oaks, California.

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


JANE HEALY

