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Attorneys for Cross-Defendant, Bolthouse Properties, LLC and Wm.  
Bolthouse Farms, Inc.,

**SUPERIOR COURT OF CALIFORNIA**

**COUNTY OF SANTA CLARA**

\* \* \*

COORDINATION PROCEEDING	)	Judicial Council Coordination
SPECIAL TITLE (Rule 1550(b))	)	Proceeding No. 4408
	)	
<b>ANTELOPE VALLEY GROUNDWATER</b>	)	CASE NO. 1-05-CV-049053
<b>CASES</b>	)	
	)	<b>OBJECTION TO PROPOSED CLASS</b>
INCLUDED ACTIONS:	)	<b>ACTION FILED ON BEHALF OF REBECCA</b>
	)	<b>LEE WILLIS ON JANUARY 4, 2007;</b>
	)	<b>OBJECTION TO PROPOSED REVISIONS</b>
LOS ANGELES COUNTY WATERWORKS	)	<b>TO NOTICE FILED BY LA COUNTY</b>
DISTRICT NO. 40 v. DIAMOND	)	<b>WATERWORKS AND ROSAMOND COMMUNITY</b>
FARMING COMPANY, et al.,	)	<b>SERVICES DISTRICT; OBJECTION TO</b>
Los Angeles Superior Court	)	<b>PROPOSED ORDER RE JURISDICTION</b>
Case No. BC325201	)	<b>OVER TRANSFEREES OF PROPERTY;</b>
	)	<b>JOINDER IN AGWA'S RESPONSE TO</b>
LOS ANGELES COUNTY WATERWORKS	)	<b>PROPOSED CLASS ACTION FILED ON</b>
DISTRICT NO. 40 v. DIAMOND	)	<b>BEHALF OF REBECCA LEE WILLIS ON</b>
FARMING COMPANY, et al.,	)	<b>JANUARY 4, 2007 AND OBJECTION TO</b>
Kern County Superior Court	)	<b>PROPOSED REVISIONS TO NOTICE</b>
Case No. S-1500-CV-254348	)	<b>FILED BY LA COUNTY WATERWORKS AND</b>
	)	<b>ROSAMOND COMMUNITY SERVICES</b>
	)	<b>DISTRICT</b>
DIAMOND FARMING COMPANY, and	)	
W.M. BOLTHOUSE FARMS, INC., v.	)	<b>DATE:</b> January 14, 2008
CITY OF LANCASTER, et al.,	)	<b>TIME:</b> 9:00 a.m.
Riverside Superior Court	)	<b>DEPT:</b> D-1, Room 534
Case No. RIC 344436 [c/w case no.	)	
RIC 344668 and 353840]	)	
	)	Location:
ROSAMOND COMMUNITY SERVICES	)	Los Angeles Superior Court
DISTRICT,	)	Central District
	)	111 North Hill Street
CROSS-COMPLAINANT,	)	Los Angeles, CA 90012
	)	

1 TO ALL PARTIES AND TO THEIR ATTORNEYS OF RECORD:

2 PLEASE TAKE NOTICE that BOLTHOUSE PROPERTIES, LLC and WM.  
3 BOLTHOUSE FARMS, INC. hereby object to the Proposed Class Action  
4 filed on behalf of Rebecca Willis on January 4, 2007, object to  
5 Proposed Revisions to Notice filed by LA County Waterworks and  
6 Rosamond Community Services District, object to the Proposed  
7 Order Re Jurisdiction Over Transferees of Property, Joinder in  
8 AGWA's Response to Proposed Class Action Filed on Behalf of  
9 Rebecca Lee Willis on January 4, 2007 and Objection to Proposed  
10 Revisions to Notice Filed by LA County Waterworks and Rosamond  
11 Community Services District as discussed in more detail below:

12 **Objection to Proposed Class Action Filed on Behalf of Rebecca Lee**  
13 **Willis on January 4, 2007**

14 No proper motion, with proper notice of the proposed class  
15 and time for filing of appropriate points and authorities, has  
16 occurred. Over the last year or so, the proposed class requested  
17 has changed numerous times, making it impossible to provide any  
18 meaningful briefing regarding the proposed class and the basis  
19 for approval of such class. Most recently, counsel for the  
20 proposed class of non-pumpers advised that it would be making a  
21 new motion for certification of the class. This never occurred.

22 At the last hearing, this Court advised it was willing to  
23 consider a class of non-pumpers after numerous parties  
24 articulated to the court the problems and conflicts which would  
25 arise by including all landowners in one class. A proposed  
26 order, but no motion, was filed by Rebecca Willis, including only

1 non-pumpers. Los Angeles County then attempted to change the  
2 class, by including all pumpers in the class. Additionally,  
3 there have been inconsistent discussions and submittals to the  
4 court, including and/or excluding persons owning a certain number  
5 of acres and/or persons pumping more than, or less than, a  
6 certain amount of water. To make a long story short, because  
7 there has been no appropriate motion for class certification,  
8 including a definition of the proposed class, there has been no  
9 meaningful briefing and opportunity to be heard regarding class  
10 certification.

11 Bolthouse Properties, LLC and Wm. Bolthouse Farms, Inc. have  
12 objected in the past, and continue to object, to class  
13 certification for all the reasons previously stated. Further,  
14 Bolthouse Properties, LLC and Wm. Bolthouse Farms, Inc. contend  
15 that the action must be in the form of an *in rem* action and that  
16 all current owners of properties need to be served and the  
17 properties properly placed before the court to maintain  
18 jurisdiction over the properties and subsequent transferees of  
19 the properties and for McCarran purposes. This cannot occur  
20 given the current proposed class of parties and the *in personam*  
21 action which has been filed by Los Angeles County. Accordingly,  
22 a proper motion for class certification should be made, including  
23 proper identification of the parcels being placed before the  
24 court and including the current owners of such properties.

25 \\\

26 \\\

1        **Objection to Proposed Revisions to Notice Filed by LA County**  
2        **Waterworks and Rosamond Community Services District**

3        Los Angeles County Waterworks and Rosamond Community  
4        Services District improperly attempt to change the class proposed  
5        by Rebecca Willis from a class of non-pumpers, to a class of  
6        pumpers owning one hundred (100) acres or less. There has been  
7        no certification of such a class. The continued attempts by Los  
8        Angeles County and/or Rosamond to change the class, without  
9        motion and without proper briefing and order of the court, is  
10       inappropriate.

11        **Objection to Notice of Class Action**

12        In addition to the comments noted above, the proposed Notice  
13        of Class Action is being improperly revised by Los Angeles County  
14        and Rosamond Community Services District in an attempt to change  
15        the class proposed by Ms. Willis. The Notice also is ambiguous as  
16        discussed by AGWA in its brief.

17        **Objection to Proposed Order re Jurisdiction Over Transferees of**  
18        **Property**

19        As discussed above, the action should properly be pleaded *in*  
20        *rem* against all property in the Antelope Valley. Each owner of  
21        such property should be named and served.

22        Notwithstanding the objections to potential class  
23        certification discussed above, failure to properly place all  
24        property before the court, will lead to a great deal of confusion  
25        regarding ownership, transfer of property, subsequent purchasers,  
26        recordability, etc. The law provides procedural requirements and

1 recordation requirements when an interest in land is conveyed.  
2 These requirements apply to transfer and/or alteration of water  
3 rights.

4 Attempting to order the owners of property, and/or their  
5 attorneys, to take particular action regarding notice is  
6 inconsistent, potentially duplicative and confusing when compared  
7 with existing procedural and recordation requirements.  
8 Confirming the matter as an *in rem* action would avoid these  
9 problems.

#### 10 Joinder in AGWA Filing

11 As noted above, Bolthouse Properties, LLC and Wm. Bolthouse  
12 Farms, Inc. join in the comments made by AGWA in its filing  
13 regarding these matters.

#### 14 Conclusion

15 Although it certainly was well intended that a class action  
16 potentially could streamline the litigation process, the opposite  
17 has occurred. Notwithstanding the lengthy period of time spent by  
18 the attorneys and the court attempting to create a proper  
19 defendant class, there still is no agreement as to what the class  
20 should be, from numerous different standpoints, no proper class  
21 certification motion has been made and appropriate briefing and  
22 argument has not occurred. Finally, the action still is not  
23 properly pleaded as an *in rem* action in order to comply with  
24 procedural property transfer requirements and recordation  
25 requirements. Allowing the adjudication to proceed as pleaded  
26 will result in numerous problems throughout the case and will

1 create problems in terms of attempting to draft a judgment.  
2 These problems also will create jurisdiction problems over the  
3 United States for purposes of the McCarran Act.

4 Given the number of parties and attorneys involved, the fees  
5 and costs being incurred by these parties, the uncertainty and  
6 confusion likely to occur regarding the various properties in  
7 question, the tremendous drain on judicial resources, and the  
8 likelihood that the ultimate result will not accomplish much if  
9 anything as currently framed, Bolthouse Properties, LLC and Wm.  
10 Bolthouse Farms, Inc. request that the matter be properly pleaded  
11 as an *in rem* action, that all parties be named and served as  
12 expeditiously as possible and that the matter proceed to  
13 determinative stages of litigation as soon as possible. In the  
14 absence of prompt litigation of determinative issues, this matter  
15 will continue to consume vast amounts of time and resources,  
16 without any significant forward progress. Additionally, the  
17 inability of this matter to promptly proceed to determinative  
18 issues will have a negative affect on attempts to reach a  
19 settlement agreement, physical solution or other resolution.

20 DATED: January 10, 2008

Respectfully submitted,

CLIFFORD & BROWN

21  
22  
23 By: 

RICHARD G. ZIMMER, ESQ.

T. MARK SMITH, ESQ.

Attorneys for Cross-Defendant,  
BOLTHOUSE PROPERTIES, LLC and  
WM. BOLTHOUSE FARMS, INC.

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*Santa Clara County Superior Court Case No. 1-05-CV-049053*

I am employed in the County of Kern, State of California. I am over the age of 18 and not a party to the within action; my business address is 1430 Truxtun Avenue, Bakersfield, CA 93301.

On January 10, 2008, I served the foregoing document(s) entitled:

OBJECTION TO PROPOSED CLASS ACTION FILED ON BEHALF OF REBECCA LEE WILLIS ON JANUARY 4, 2007; OBJECTION TO PROPOSED REVISIONS TO NOTICE FILED BY LA COUNTY WATERWORKS AND ROSAMOND COMMUNITY SERVICES DISTRICT; OBJECTION TO PROPOSED ORDER RE JURISDICTION OVER TRANSFEREES OF PROPERTY; JOINDER IN AGWA'S RESPONSE TO PROPOSED CLASS ACTION FILED ON BEHALF OF REBECCA LEE WILLIS ON JANUARY 4, 2007 AND OBJECTION TO PROPOSED REVISIONS TO NOTICE FILED BY LA COUNTY WATERWORKS AND ROSAMOND COMMUNITY SERVICES DISTRICT

XX by placing the true copies thereof enclosed in sealed envelopes addressed as stated on the attached mailing list.

— by placing \_ the original, \_ a true copy thereof, enclosed in a sealed enveloped addressed as follows:

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

Executed on January 10, 2008, at Bakersfield, California.

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

— (Federal) I declare that I am employed in the office of a member of the Bar of this Court at whose direction the service was made.

*Nanette Maxey*  
NANETTE MAXEY  
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