
EXHIBIT 7

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Attorneys for Anaverde, LLC

SUPERIOR COURT OF THE STATE OF CALIFORNIA
COUNTY OF SANTA CLARA

**ANTELOPE VALLEY GROUNDWATER
CASES:**

Included Actions:

Los Angeles County Waterworks District No. 40
v. Diamond Farming Co.
Superior Court of California
County of Los Angeles, Case No. BC325201

Los Angeles County Waterworks District No. 40
v. Diamond Farming Co.
Superior Court of California
County of Kern, Case No. S-1500-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 353840, RIC 344436,
RIC 344668

Judicial Council Coordination
Proceeding No. 4408

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

**VERIFIED ANSWER OF ANAVERDE,
LLC TO PUBLIC WATER SUPPLIERS'
FIRST AMENDED CROSS-COMPLAINT**

Anaverde, LLC ("Anaverde") hereby answers the First Amended Cross-Complaint of Public
Water Suppliers for Declaratory and Injunctive Relief and Adjudication of Water Rights as follows:

1. Anaverde is a Delaware limited liability company doing business in the State of
California.

2. Anaverde is the owner of approximately 1,545 acres of real property within the geographic boundaries of the Antelope Valley Groundwater Basin.

3. Pursuant to California Code of Civil Procedure section 431.30(d), Anaverde generally denies each and every other allegation set forth in the Cross-Complaint.

FIRST AFFIRMATIVE DEFENSE

(Failure to State a Claim)

The Cross-Complaint, and each cause of action alleged therein, fails to state a claim upon which relief can be granted.

SECOND AFFIRMATIVE DEFENSE

(Laches)

The cross complaint, and each cause of action contained therein, is barred by the doctrine of laches.

THIRD AFFIRMATIVE DEFENSE

(Estoppel)

The cross complaint, and each cause of action contained therein, is barred by the doctrine of estoppel.

FOURTH AFFIRMATIVE DEFENSE

(Statute of Limitations)

The cross complaint, and each cause of action contained therein, is barred, in whole or in part, by the applicable statutes of limitation.

FIFTH AFFIRMATIVE DEFENSE

(Waiver)

The cross complaint, and each cause of action contained therein, is barred by the doctrine of waiver.

SIXTH AFFIRMATIVE DEFENSE

(Unclean Hands)

The cross complaint, and each cause of action contained therein, is barred by the doctrine of unclean hands.

SEVENTH AFFIRMATIVE DEFENSE

(Unjust Enrichment)

The cross complaint seeks relief which, if awarded, would constitute unjust enrichment.

EIGHTH AFFIRMATIVE DEFENSE

(Failure to Join Indispensable Parties)

The cross complaint, and each cause of action contained therein, is barred on the grounds that the plaintiffs have filed to name and join indispensable parties.

NINTH AFFIRMATIVE DEFENSE

(Justification)

Any conduct of Anaverde in regard to the matters alleged in the cross complaint, if it occurred, was justified, and the cross complainants are therefore barred from any recovery thereon.

TENTH AFFIRMATIVE DEFENSE

(Uncertainty)

The cross complaint, and each cause of action contained therein, is uncertain, and therefore Anaverde reserves its right to amend its affirmative defenses as appropriate.

ELEVENTH AFFIRMATIVE DEFENSE

(Lack of Subject Matter Jurisdiction)

The Court lacks subject matter jurisdiction over some or all of the matters alleged in the cross complaint.

TWELFTH AFFIRMATIVE DEFENSE

(Incorporation of Other Cross-Defendants Affirmative Defenses)

Anaverde incorporates by reference any other applicable affirmative defense asserted by any other responding cross-defendants to the cross complaint, as though fully set forth herein.

THIRTEENTH AFFIRMATIVE DEFENSE

(Defective Claim of Prescriptive Rights)

Each and every cause of action of the Complaint is defective and uncertain in that it asserts prescriptive right but (a) it fails to state when the alleged prescriptive period, if any, commenced and ended; (b) it fails to allege the specific amount of water which Waterworks continuously pumped for a

1 period of five consecutive years during the alleged prescriptive period; (c) it fails to allege the manner
2 in which Waterworks pumped water from the groundwater basin under a "claim of right"; (d) it fails
3 to allege how defendants received actual or constructive notice of Waterworks' pumping; and (e) it
4 fails to allege that Waterworks gave notice of its pumping defendants' water to defendant, Anaverde,
5 in a manner that satisfies the United States and California Constitutions.

6 **FOURTEENTH AFFIRMATIVE DEFENSE**

7 **(California Constitution Article X, Section 2)**

8 Plaintiffs' methods of water use and storage are unreasonable and wasteful in the arid
9 conditions of the Antelope Valley and thereby violates Article X, Section 2 of the California
10 Constitution. For example, plaintiffs have not made reasonable and diligent efforts to conserve water
11 or to cause its customers to conserve water, and it allows its customers to waste water by using
12 unreasonably large amounts of water per person and per household.

13 **FIFTEENTH AFFIRMATIVE DEFENSE**

14 **(Lack of Authority for Prescription)**

15 Plaintiffs lack the statutory and conditional authority to acquire water rights by prescription.

16 **SIXTEENTH AFFIRMATIVE DEFENSE**

17 **(Reservation of Rights to Amend)**

18 Anaverde does not presently have sufficient knowledge or information on which to form a
19 belief as to whether additional, unstated, affirmative defenses are available. Accordingly, Anaverde
20 hereby reserves the right to assert additional defenses in the event discovery indicates that additional
21 responses would be appropriate.

22
23 WHEREFORE, Anaverde prays for relief as follows:

- 24 1. That Cross-complainants take nothing as against Anaverde by way of the cross
25 complaint;
26 2. That if the Court determines that Cross-Complainants are entitled to any relief against
27 Anaverde, that Anaverde be awarded the fair market value of their interest in any
28 property taken by Cross-Complainants;

3. That Anaverde's water rights be determined as prior and paramount to all those claimed by any other parties;
4. That Anaverde be awarded attorneys fees;
5. That Anaverde be awarded costs of suit; and
6. For such other and further relief as the Court deems just.

DATED: June 20, 2007

MALISSA HATHAWAY McKEITH
CLAIRE HERVEY COLLINS
LEWIS BRISBOIS BISGAARD & SMITH LLP

By: 
Malissa Hathaway McKeith
Attorneys for Anaverde LLC

LEWIS BRISBOIS BIGGAARD & SMITH LLP
221 NORTH FIGUEROA STREET, SUITE 1200
LOS ANGELES, CALIFORNIA 90012
TELEPHONE 213.250.1800

VERIFICATION

I, LARRY R. DAY, declare as follows:

I am Chief Legal Officer Anaverde, LLC, a Delaware limited liability company doing business in California and a party to this action. I have read the foregoing **VERIFIED ANSWER OF ANAVERDE, LLC TO PUBLIC WATER SUPPLIERS' FIRST AMENDED CROSS-COMPLAINT**. I am informed and believe and, solely on that ground, allege that the matters stated in the foregoing document are true.

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

Executed this 18th day of June, 2007, at Ontario, California.


Larry R. Day

EXHIBIT 8

1 MALISSA HATHAWAY McKEITH, SB# 112917
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2 CLAIRE HERVEY COLLINS, SB# 233890
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3 **LEWIS BRISBOIS BISGAARD & SMITH LLP**
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4 Los Angeles, California 90012
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6 Attorneys for Anaverde, LLC
7
8

9 SUPERIOR COURT OF THE STATE OF CALIFORNIA
10 COUNTY OF SANTA CLARA

11 **ANTELOPE VALLEY GROUNDWATER**
12 **CASES:**

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**ANAVERDE, LLC.'S CROSS-
COMPLAINT**

23
24 Cross-Defendant/Cross-Complainant, ANAVERDE LLC ("Anaverde"), complains of
25 Cross-Defendants and as against each and every party which subsequently files a Cross-Complaint
26 against Anaverde as follows:

27 ///

28 ///

GENERAL ALLEGATIONS

1. For purposes of this Cross-Complaint, the key government agencies of which Anaverde complains are the Los Angeles County Waterworks, District 40 (hereinafter "District 40"); and the PALMDALE WATER DISTRICT, as well as any other Cross-Defendant claiming a right superior to that of Anaverde. District 40 is a public agency governed by the Los Angeles County Board of Supervisors operating under Division 16 of the California Water Code. District 40 was established and authorized by statute to provide water services to the public within the Antelope Valley.

2. Palmdale Water District (hereinafter "Palmdale") was formed as a public irrigation district in 1918 and operates under Division 11 of the California Water Code and is producing water from the Antelope Valley Water Supply and selling it to its customers.

3. Cross-Complainant Anaverde is a Delaware Corporation doing business in California that owns approximately 1,545 acres of land within the Antelope Valley. Anaverde owns and operates water wells that draw water from beneath its land for beneficial use on its lands, and it is dependent upon this water for purposes of assuring a water supply for future development. Anaverde is, and at all times herein mentioned was, a Delaware Corporation authorized to do business in the State of California. By virtue of the location of its overlying, and the groundwater, Anaverde holds an overlying water right or other right to groundwater, entitling it to extract groundwater and to put the water to reasonable and beneficial use on the property.

4. Cross-Complainant is ignorant of the true names and capacities of Cross-Defendants sued herein as ROES 1-200, inclusive, and therefore sues said Cross-Defendants by such fictitious names. Cross-Complainant will amend this Cross-Complaint to allege their true names and capacities when ascertained.

5. Cross-Complainant, is informed and believes, and thereon alleges that the Cross-Defendants, Palmdale and District 40, began pumping appropriated surplus water from the Antelope Valley to provide water for their municipal and industrial water customers. Cross-Complainant, is informed and believes, and thereon alleges, that at some as yet unidentified historical point, the aggregate extractions of groundwater from the Antelope Valley began to exceed the safe yield. Despite the potential for damage to the water supply and the rights of owners of real property within

1 the Valley, Cross-Defendants, with knowledge continued to extract groundwater from the common
2 supply, and increased and continue to increase their extractions of groundwater over time. Cross-
3 Defendants continued the act of pumping with the knowledge that the continued extractions were
4 damaging the Antelope Valley and the rights of the property owners, including Anaverde, whose land
5 was overlying. Cross-Complainant also alleges that District 40 failed to undertake the steps necessary
6 to avoid overdraft of the aquifer by importing and storing the necessary waters to accommodate the
7 planned growth in the area, all to the potential detriment of Cross-Complainant.

8 6. Between 1960 and 1980, the Antelope Valley East Kern Water Agency (hereinafter
9 "AVEK") was created to import water from northern California to southern California. As part of its
10 operations, AVEK, in addition to other water importers, have brought and now brings imported water
11 to the Antelope Valley. This imported water was at all material times available for purchase by
12 District 40 and Palmdale. Based upon information and belief, it is alleged that the these Cross-
13 Defendants failed to purchase imported water to meet their water needs and instead chose to continue
14 to pump and to increase their extractions of groundwater from the Antelope Valley despite the damage
15 associated therewith.

16 7. Cross-Complainant is informed and believes, and on the basis of such information and
17 belief alleges, that each of the Cross-Defendants currently extracts groundwater for use on property
18 not held by the extracting Cross-Defendant or for some other non-overlying use.

19 8. Cross-Complainant has an appurtenant right and/or other water right to pump and
20 reasonably use groundwater on the parcels owned by it. These rights to pump groundwater are
21 superior to rights of the Cross-Defendants.

22 9. Cross-Complainant is informed and believes, and on the basis of such information and
23 belief alleges, that each Cross-Defendant's claim that it has water rights to extract groundwater for
24 uses that are superior to, or coequal with, Cross-Complainant's overlying water rights, based upon
25 alleged superior water rights, claim of prescription or otherwise, whether in law or in equity, is not
26 true and has no legal basis to support such an allegation.

27 10. The quantity of alleged superior and/or co-equal rights claimed by Cross-Defendants,
28 each of them, currently is not known.

FIRST CAUSE OF ACTION

(Declaratory Relief Against District 40 and Palmdale)

11. Cross-Complainant refers to and incorporates, as though fully set forth herein, paragraphs 1 through 10, inclusive, of this Cross-Complaint. Anaverde is the owner and/or lessee of real property located in Los Angeles County. Anaverde's properties overly the Antelope Valley. Located on Anaverde's property are water wells which produce water. Anaverde has produced water from these wells without restriction and in quantities have been needed to perform its operations from year to year. Because of the overdraft created by Cross-Defendants; their failure to import water; and their inability to provide an uninterruptible source of water, Anaverde has been forced to incorporate into its business plan for development, the infrastructure necessary to provide water services to its development relying on its underlying source of groundwater.

12. An actual controversy has arisen and now exists between Anaverde and Cross-Defendants concerning the priority of water use.

13. Anaverde desires a judicial determination of each party's rights and duties, and as declaration as to the status of each party's priority rights to the water in the Valley whether they be overlying, appropriative or prescriptive.

14. A judicial declaration is necessary and appropriate at this time under the circumstances in order that Anaverde may ascertain its rights and duties relating to production of water from the Antelope Valley.

SECOND CAUSE OF ACTION

(Quiet Title/Appurtenant Rights)

15. Cross-Complainant sets forth herein at length verbatim the general allegations contained in paragraphs 1 through 10 of this Cross-Complaint.

16. Cross-Complainant owns property overlying the Antelope Valley alluvial groundwater basis. Accordingly, Cross-Complainant has appurtenant rights to pump and reasonably use groundwater on such land.

17. Cross-Complainant herein requests a declaration from the Court quieting title to Cross-Complainant's appurtenant rights to pump and reasonably use groundwater on the PARCELS owned

1 by Anaverde.

2 **THIRD CAUSE OF ACTION**

3 **(Declaratory Relief)**

4 18. Cross-Complainant sets forth herein at length verbatim the general allegations
5 contained in paragraphs 1 through 11 of this Cross-Complaint.

6 19. Cross-Complainant contends that by virtue of the filing of the Complaints filed by Los
7 Angeles County Waterworks District No. 40 in Kern County and Los Angeles County, herein
8 coordinated with the Riverside action, that a current controversy exists as between Cross-Complainant
9 and Cross-Defendants and as to all other Defendants in that Los Angeles County has requested a
10 complete basin-wide adjudication of all rights of all parties to water in the Antelope Valley basin.
11 Cross-Complainant requests quiet title and/or other appropriate declaration of the right to pump and
12 reasonably use groundwater on its land and/or to pump and use other groundwater based upon its
13 rights as declared by the Court herein.

14 **FOURTH CAUSE OF ACTION**

15 **(Return Flows – Against All Defendants)**

16 20. Cross-Complainant sets forth herein at length verbatim the general allegations
17 contained in paragraphs 1 through 10 of this Cross-Complaint.

18 21. Cross-Complaint has pumped and used groundwater on its land. Anaverde is informed
19 and believes that the water was, and is, being pumped from a portion of the overlying aquifer that is
20 not hydraulic connection with aquifers pumped by Cross-Defendants. Cross-Complainant has a
21 priority right to these return flows, as well as a right to store water in the upper aquifer from the return
22 flows and has a paramount right against all other parties to this water, and a paramount right against
23 all other parties to recapture this water or an equivalent amount of such water.

24 **FIFTH CAUSE OF ACTION**

25 **(Storage Rights)**

26 22. Cross-Complainant sets forth herein at length verbatim the general allegations
27 contained in paragraphs 1 through 10 of this Cross-Complaint.

1 by it in the Antelope Valley. Cross-Complainant possesses an appurtenant right to storage space in
2 the fractured bedrock and alluvial water basin beneath its land.

3
4 **PRAYER**

5 WHEREFORE, Cross-Complainant prays for judgment against Cross-Defendants, and each of
6 them, and against all other persons or entities, as follows:

- 7 1. For a judgment against the Cross-Defendants;
8 2. For a declaration quieting title to Cross-Complainant's rights to pump and reasonably use
9 groundwater on the parcels owned by it and to uphold and enforce each and all of their
10 rights to otherwise pump groundwater;
11 3. For continuing jurisdiction of the Court to litigate disputes as necessary in the future
12 consistent with the Court judgment herein and California water law;
13 4. For a declaration that no party hereto may hereinafter obtain prescriptive rights as against
14 any other party to this action and that all parties will act in conformance with the terms of
15 any such judgment;
16 5. For a judgment for Cross-Complainant for all available remedies to secure and protect
17 Cross-Complainant's continuing overlying water rights including the right to store water
18 on its lands;
19 6. For an award of reasonable attorneys' fees and costs of suit; and
20 7. For such other and further relief as the court deems just and proper.

21 DATED: June 20, 2007

MALISSA HATHAWAY McKEITH
CLAIRE HERVEY COLLINS
LEWIS BRISBOIS BISGAARD & SMITH LLP


23
24 By: 
25 Malissa Hathaway McKeith
26 Attorneys for Anaverde, LLC
27
28

EXHIBIT 9

1 **LEWIS BRISBOIS BISGAARD & SMITH LLP**
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7 Facsimile: 213.250.7900

8 Attorneys for Anaverde LLC

9
10 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**

11 **COUNTY OF LOS ANGELES, CENTRAL DISTRICT**

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13 **ANTELOPE VALLEY GROUNDWATER
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Judicial Council Coordination Proceeding No.
4408

Santa Clara Case No. 1-05-CV-049053

Assigned to the Honorable Jack Komar
Dept. 1

**ANAVERDE'S NOTICE OF TAKING
DEPOSITION OF LOS ANGELES
COUNTY WATERWORKS NO. 40,
PALMDALE WATER DISTRICT, AND
QUARTZ HILL WATER DISTRICT'S
PERSON MOST KNOWLEDGEABLE
[DUCES TECUM]**

Phase 2 Trial: October 6, 2008

1 **TO ALL PARTIES AND THEIR ATTORNEYS OF RECORD:**

2 Please take notice that at on September 17, 2008 at 221 N. Figueroa Street, Los Angeles,
3 CA 90012, cross-defendant Anaverde LLC ("Anaverde"), will take the deposition, pursuant to
4 California Code of Civil Procedure section 2025 *et seq.*, of the person most knowledgeable or
5 qualified. Such deponents include the Los Angeles County Waterworks No. 40 ("LACWW"),
6 Palmdale Water District ("PWD"), and Quartz Hill Water District ("QHWD").

7 The deposition will take place at the law offices of LEWIS BRISBOIS BISGAARD &
8 SMITH, whose address and telephone number are known to its attorneys, to testify on the subjects
9 notes below, upon oral examination before a court reporter of the state of California, authorized to
10 administer an oath. Said deposition will continue from day to day, excluding weekends and
11 holidays, until completed.

12 NOTICE IS FURTHER GIVEN that the matters on which examination is requested are as
13 follows:

- 14 1. the man-made water conveyances created at the direction of the City of Palmdale and/or
15 Palmdale Water District within the Antelope Valley Watershed;
- 16 2. the electricity consumption for each groundwater wells operated by LACWW, PWD, and
17 QHWD in the Antelope Valley Watershed for the past 50 years;
- 18 3. the results of any aquifer testing in the Anaverde Creek Basin;
- 19 4. the construction of each groundwater wells operated by LACWW, PWD, and QHWD,
20 located within the Antelope Valley Adjudication Basin;
- 21 5. the capacity of each of groundwater wells operated by LACWW, PWD, and QHWD,
22 located within the Antelope Valley Adjudication Basin;
- 23 6. the actual production of groundwater each of groundwater wells operated by LACWW,
24 PWD, and QHWD, located within the Antelope Valley Adjudication Basin;
- 25 7. the production rate of water for each groundwater production wells operated by LACWW,
26 PWD, and QHWD, located within the Antelope Valley Adjudication Basin;

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///

1 8. the groundwater elevations for each groundwater production wells operated by LACWW,
2 PWD, and QHWD, located within the Antelope Valley Adjudication Basin for the past 50
3 years;

4 9. the collection and compilation of the Luhdorff and Scalmanini, Consulting Engineers
5 ("LSCE") database and the Problem Statement Report dated June 26, 2008;

6 NOTICE IS FURTHER GIVEN that LACWW, PWD, and QHWD shall bring and produce
7 documents, at the deposition, pertaining to the following:

8 1. the groundwater hydrology-quantification as described in Figure 4.1-1 through Figure
9 4.1-8 of the Problem Statement Report dated June 26, 2008;

10 2. the back up data used to support Figure 4.1-1 through Figure 4.1-8 of the Problem
11 Statement Report dated June 26, 2008;

12 3. the back up data used to support Figure 4.2-7 of the Problem Statement Report dated June
13 26, 2008;

14 4. the back up data used to support Figure 4.2-8 of the Problem Statement Report dated June
15 26, 2008;

16 5. the back up data used to support Figure 4.2-9 of the Problem Statement Report dated June
17 26, 2008;

18 6. the back up data used to support Figure 4.3-1 through Figure 4.3-9 of the Problem
19 Statement Report dated June 26, 2008;

20 10. the data relevant to man-made water conveyances created at the direction of the City of
21 Palmdale and/or Palmdale Water District within the Antelope Valley Watershed;

22 11. the data regarding electricity consumption for each groundwater wells operated by
23 LACWW, PWD, and QHWD in the Antelope Valley Watershed for the past 50 years;

24 12. the results of any aquifer testing in the Anaverde Creek Basin;

25 13. the construction of each groundwater wells operated by LACWW, PWD, and QHWD,
26 located within the Antelope Valley Adjudication Basin;

27 14. the capacity of each of groundwater wells operated by LACWW, PWD, and QHWD,
28 located within the Antelope Valley Adjudication Basin;

15. the actual production of groundwater each of groundwater wells operated by LACWW,
PWD, and QHWD, located within the Antelope Valley Adjudication Basin;

16. the production rate of water for each groundwater production wells operated by LACWW,
PWD, and QHWD, located within the Antelope Valley Adjudication Basin; and,

LEWIS BRISBOIS BIGGAARD & SMITH LLP
221 NORTH FIGUEROA STREET, SUITE 1200
LOS ANGELES, CALIFORNIA 90012
TELEPHONE 213.250.1800

1 17. the groundwater elevations for each groundwater production wells operated by LACWW,
2 PWD, and QHWD, located within the Antelope Valley Adjudication Basin for the past 50
3 years.

4
5 DATED: August 28, 2008

Respectfully submitted,

6 By: Kimberly A. Huangfu
7 Kimberly A. Huangfu
8 Attorneys for Anaverde LLC
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PROOF OF SERVICE

I declare that:

I am employed in the County of Los Angeles, State of California. I am over the age of eighteen years and not a party to the within action. My business address is 221 North Figueroa Street, Suite 1200, Los Angeles, California 90012.

On August 28, 2008, I served ANAVERDE'S NOTICE OF TAKING DEPOSITION OF LOS ANGELES COUNTY WATERWORKS NO. 40, PALMDALE WATER DISTRICT, AND QUARTZ HILL WATER DISTRICT'S PERSON MOST KNOWLEDGEABLE [DUCES TECUM] by posting the document(s) listed above to the Santa Clara Superior Court website in regard to the Antelope Valley Groundwater matter.

I declare under penalty of perjury under the laws of the State of California that the above is true and correct, executed on August 28, 2008.


Mariza Estrada

1 **LEWIS BRISBOIS BISGAARD & SMITH LLP**
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3 JOSEPH A. SALAZAR, JR., SB# 169551

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15 ANTELOPE VALLEY GROUNDWATER
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26 348;

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TAKING DEPOSITION OF LOS
ANGELES COUNTY WATERWORKS
NO. 40, PALMDALE WATER DISTRICT,
AND QUARTZ HILL WATER
DISTRICT'S PERSON MOST
KNOWLEDGEABLE [DUCES TECUM]**

DATE: September 17, 2008

TIME: 10:00 a.m.

PLACE: LEWIS BRISBOIS BISGAARD
& SMITH L.L.P.

221 N. Figueroa Street
Los Angeles, CA 90012
(213) 250-1800

Phase 2 Trial: October 6, 2008

///

1 **TO ALL PARTIES AND THEIR ATTORNEYS OF RECORD:**

2 Please take notice that at on September 17, 2008 at 221 N. Figueroa Street, Los Angeles,
3 CA 90012 at 10:00 a.m., cross-defendant Anaverde LLC ("Anaverde"), will take the deposition,
4 pursuant to California Code of Civil Procedure section 2025 *et seq.*, of the person most
5 knowledgeable or qualified. Such deponents include the Los Angeles County Waterworks No. 40
6 ("LACWW"), Palmdale Water District ("PWD"), and Quartz Hill Water District ("QHWD").

7 The deposition will take place at the law offices of LEWIS BRISBOIS BISGAARD &
8 SMITH, whose address and telephone number are known to its attorneys, to testify on the subjects
9 notes below, upon oral examination before a court reporter of the state of California, authorized to
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- 16 2. the electricity consumption for each groundwater wells operated by LACWW, PWD, and
17 QHWD in the Antelope Valley Watershed for the past 50 years;
- 18 3. the results of any aquifer testing in the Anaverde Creek Basin;
- 19 4. the construction of each groundwater wells operated by LACWW, PWD, and QHWD,
20 located within the Antelope Valley Adjudication Basin;
- 21 5. the capacity of each of groundwater wells operated by LACWW, PWD, and QHWD,
22 located within the Antelope Valley Adjudication Basin;
- 23 6. the actual production of groundwater each of groundwater wells operated by LACWW,
24 PWD, and QHWD, located within the Antelope Valley Adjudication Basin;
- 25 7. the production rate of water for each groundwater production wells operated by LACWW,
26 PWD, and QHWD, located within the Antelope Valley Adjudication Basin;

27 ///

28 ///

///

8. the groundwater elevations for each groundwater production wells operated by LACWW, PWD, and QHWD, located within the Antelope Valley Adjudication Basin for the past 50 years;
9. the collection and compilation of the Luhdorff and Scalmanini, Consulting Engineers ("LSCE") database and the Problem Statement Report dated June 26, 2008;

NOTICE IS FURTHER GIVEN that LACWW, PWD, and QHWD shall bring and produce documents, at the deposition, pertaining to the following:

1. the groundwater hydrology-quantification as described in Figure 4.1-1 through Figure 4.1-8 of the Problem Statement Report dated June 26, 2008;
2. the back up data used to support Figure 4.1-1 through Figure 4.1-8 of the Problem Statement Report dated June 26, 2008;
3. the back up data used to support Figure 4.2-7 of the Problem Statement Report dated June 26, 2008;
4. the back up data used to support Figure 4.2-8 of the Problem Statement Report dated June 26, 2008;
5. the back up data used to support Figure 4.2-9 of the Problem Statement Report dated June 26, 2008;
6. the back up data used to support Figure 4.3-1 through Figure 4.3-9 of the Problem Statement Report dated June 26, 2008;
10. the data relevant to man-made water conveyances created at the direction of the City of Palmdale and/or Palmdale Water District within the Antelope Valley Watershed;
11. the data regarding electricity consumption for each groundwater wells operated by LACWW, PWD, and QHWD in the Antelope Valley Watershed for the past 50 years;
12. the results of any aquifer testing in the Anaverde Creek Basin;
13. the construction of each groundwater wells operated by LACWW, PWD, and QHWD, located within the Antelope Valley Adjudication Basin;
14. the capacity of each of groundwater wells operated by LACWW, PWD, and QHWD, located within the Antelope Valley Adjudication Basin;
15. the actual production of groundwater each of groundwater wells operated by LACWW, PWD, and QHWD, located within the Antelope Valley Adjudication Basin;
16. the production rate of water for each groundwater production wells operated by LACWW, PWD, and QHWD, located within the Antelope Valley Adjudication Basin; and,

17. the groundwater elevations for each groundwater production wells operated by LACWW, PWD, and QHWD, located within the Antelope Valley Adjudication Basin for the past 50 years.

DATED: August 28, 2008

Respectfully submitted,

By: Kimberly A. Huangfu
Kimberly A. Huangfu
Attorneys for Anaverde LLC

PROOF OF SERVICE

I declare that:

I am employed in the County of Los Angeles, State of California. I am over the age of eighteen years and not a party to the within action. My business address is 221 North Figueroa Street, Suite 1200, Los Angeles, California 90012.

On August 28, 2008, I served ANAVERDE'S AMENDED NOTICE OF TAKING DEPOSITION OF LOS ANGELES COUNTY WATERWORKS NO. 40, PALMDALE WATER DISTRICT, AND QUARTZ HILL WATER DISTRICT'S PERSON MOST KNOWLEDGEABLE [DUCES TECUM] by posting the document(s) listed above to the Santa Clara Superior Court website in regard to the Antelope Valley Groundwater matter.

I declare under penalty of perjury under the laws of the State of California that the above is true and correct, executed on August 28, 2008.


Maritza Estrada

LEWIS BRISBOIS BISGAARD & SMITH LLP
221 NORTH FIGUEROA STREET, SUITE 1200
LOS ANGELES, CALIFORNIA 90012
TELEPHONE 213.250.1800

EXHIBIT 10

1 **BEST BEST & KRIEGER LLP**
ERIC L. GARNER, Bar No. 130665
2 JEFFREY V. DUNN, Bar No. 131926
STEFANIE D. HEDLUND, Bar No. 239787
3 5 PARK PLAZA, SUITE 1500
IRVINE, CALIFORNIA 92614
4 TELEPHONE: (949) 263-2600
TELECOPIER: (949) 260-0972

**EXEMPT FROM FILING FEES
UNDER GOVERNMENT CODE
SECTION 6103**

5 **OFFICE OF COUNTY COUNSEL**
6 **COUNTY OF LOS ANGELES**
RAYMOND G. FORTNER, JR., Bar No. 42230
7 **COUNTY COUNSEL**
MICHAEL MOORE, Bar No. 175599
8 **DEPUTY COUNTY COUNSEL**
500 WEST TEMPLE STREET
9 LOS ANGELES, CALIFORNIA 90012
TELEPHONE: (213) 974-1901
10 TELECOPIER: (213) 458-4020

11 **Attorneys for Defendants**
12 **ROSAMOND COMMUNITY SERVICES**
DISTRICT and LOS ANGELES COUNTY
13 **WATERWORKS DISTRICT NO. 40**

14 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**
15 **COUNTY OF LOS ANGELES – CENTRAL DISTRICT**

16 **ANTELOPE VALLEY GROUNDWATER**
17 **CASES**

18 **Included Actions:**
19 **Los Angeles County Waterworks District No.**
40 v. Diamond Farming Co., Superior Court of
20 **California, County of Los Angeles, Case No.**
BC 325201;

21 **Los Angeles County Waterworks District No.**
40 v. Diamond Farming Co., Superior Court of
22 **California, County of Kern, Case No. S-1500-**
CV-254-348;

23 **Wm. Bolthouse Farms, Inc. v. City of**
24 **Lancaster, Diamond Farming Co. v. City of**
Lancaster, Diamond Farming Co. v. Palmdale
25 **Water Dist., Superior Court of California,**
County of Riverside, Case Nos. RIC 353 840,
26 **RIC 344 436, RIC 344 668**

**RELATED CASE TO JUDICIAL
COUNCIL COORDINATION
PROCEEDING NO. 4408**

**LOS ANGELES COUNTY
WATERWORKS DISTRICT NO. 40's
OBJECTIONS TO ANAVERDE'S
NOTICE OF TAKING DEPOSITION
OF LOS ANGELES COUNTY
WATERWORKS NO. 40, PALMDALE
WATER DISTRICT, AND QUARTZ
HILL WATER DISTRICT'S PERSON
MOST KNOWLEDGEABLE [DUCES
TECUM]**

[Code of Civil Procedure § 2025.410]

Phase 2 Trial: October 6, 2008

Pursuant to Code of Civil Procedure 2025.410, Los Angeles County Waterworks District No. 40 ("District") hereby objects to "Anaverde's Notice of Taking Deposition of Los Angeles County Waterworks No. 40, Palmdale Water District, and Quartz Hill Water District's Person Most Knowledgeable [Duces Tecum]," served on August 28, 2008, on the following grounds:

1. The identity of the deponent is vague and ambiguous. The Notice of Deposition appears to name three separate, unrelated, entities without distinguishing between them as far as date and time of deposition, or substance of the matters for examination. The District cannot discern from the Notice of Deposition whose deposition is to be taken.

2. The noticed date of the deposition falls outside the permissible time for discovery in this case under Code of Civil Procedure section 2024.020(a).

3. The Notice of Deposition fails to specify a time for the commencement of the Deposition, as required under Code of Civil Procedure section 2025.220(a)(2).

4. Category (1) of the "matters on which examination is requested" is vague and ambiguous as to the meaning of "man-made water conveyances." In addition, to the extent that this Notice of Deposition seeks to compel a deposition of the District, this category does not relate to the District, and calls for testimony by the District regarding the City of Palmdale.

5. Category (2) of the "matters on which examination is requested," to the extent that this Notice of Deposition seeks to compel a deposition of the District, is overbroad in that it seeks testimony from the District about other entities' operations, of which the District has no knowledge, and about which cross-defendant Anaverde can obtain from other parties. The District further objects to this category as overbroad as to time, and therefore unduly burdensome and oppressive.

6. Category (3) of the "matters on which examination is requested," to the extent that this Notice of Deposition seeks to compel a deposition of the District, is vague and ambiguous as to the meaning of the terms "aquifer testing" and "Anaverde Creek Basin" such that the District is unable to determine who to designate to testify on its behalf in response to this category.

1 7. Category (4) of the "matters on which examination is requested," to the extent that
2 this Notice of Deposition seeks to compel a deposition of the District, is overbroad and vague and
3 ambiguous as to what the noticing party intends to examine the witness on about the
4 "construction" of wells. Furthermore, to the extent that this Notice of Deposition seeks to compel
5 a deposition of the District, this Category is overbroad in that it seeks testimony from the District
6 about other entities' operations, of which the District has no knowledge, and about which cross-
7 defendant Anaverde can obtain from other parties. The District further objects to this category as
8 vague and ambiguous as to time.

9 8. Category (5) of the "matters on which examination is requested," to the extent that
10 this Notice of Deposition seeks to compel a deposition of the District, is vague and ambiguous as
11 to what the noticing party intends to examine the witness on about the "capacity" of wells.
12 Furthermore, to the extent that this Notice of Deposition seeks to compel a deposition of the
13 District, this Category is overbroad in that it seeks testimony from the District about other entities'
14 operations, of which the District has no knowledge, and about which cross-defendant Anaverde
15 can obtain from other parties. The District further objects to this category as vague and
16 ambiguous as to time.

17 9. Category (6) of the "matters on which examination is requested," to the extent that
18 this Notice of Deposition seeks to compel a deposition of the District, is vague and ambiguous as
19 to what the noticing party intends to examine the witness on. Furthermore, to the extent that this
20 Notice of Deposition seeks to compel a deposition of the District, this Category is overbroad in
21 that it seeks testimony from the District about other entities' operations, of which the District has
22 no knowledge, and about which cross-defendant Anaverde can obtain from other parties. The
23 District further objects to this category as vague and ambiguous as to time.

24 10. Category (7) of the "matters on which examination is requested," to the extent that
25 this Notice of Deposition seeks to compel a deposition of the District, is overbroad and vague and
26 ambiguous as to the meaning of "groundwater production wells" and "production rate" such that
27 the District cannot tell what the noticing party intends to examine the witness on. Furthermore, to
28 the extent that this Notice of Deposition seeks to compel a deposition of the District, this

1 Category is overbroad in that it seeks testimony from the District about other entities' operations,
2 of which the District has no knowledge, and about which cross-defendant Anaverde can obtain
3 from other parties. The District further objects to this category as vague and ambiguous as to
4 time.

5 11. Category (8) of the "matters on which examination is requested," to the extent that
6 this Notice of Deposition seeks to compel a deposition of the District, is overbroad and vague and
7 ambiguous as to the meaning of "groundwater production wells" and "groundwater elevations"
8 such that the District cannot tell what the noticing party intends to examine the witness on.
9 Furthermore, to the extent that this Notice of Deposition seeks to compel a deposition of the
10 District, this Category is overbroad in that it seeks testimony from the District about other entities'
11 operations, of which the District has no knowledge, and about which cross-defendant Anaverde
12 can obtain from other parties. The District further objects to this category as overbroad as to
13 time, and therefore unduly burdensome and oppressive.

14 12. Regarding Category (9) of the "matters on which examination is requested," to the
15 extent that this Notice of Deposition seeks to compel a deposition of the District, the District
16 responds that the referenced database was not collected or compiled by the District, and therefore
17 the District has no officer, director, managing agent, employee, or agent qualified to testify on its
18 behalf regarding the collection and compilation of that database.

19 13. Regarding Category (1) of the Requests for Production of Documents within this
20 Notice of Deposition, the District objects to the production of any document, at the deposition or
21 otherwise, "pertaining to" the subject matter of this request to the extent that such document is
22 protected from disclosure under the attorney-client, work-product, or deliberative process
23 privilege. The District further objects to producing the items requested in this Category on the
24 ground that such items have already been produced to the noticing party via the LSCE database,
25 and the contents of that database cannot readily be physically produced at the deposition without
26 undue burden to the District.

27 14. Regarding Category (2) of the Requests for Production of Documents within this
28 Notice of Deposition, the District objects to the production of any document, at the deposition or

1 otherwise, "pertaining to" the subject matter of this request to the extent that such document is
2 protected from disclosure under the attorney-client, work-product, or deliberative process
3 privilege. The District further objects to producing the items requested in this Category on the
4 ground that such items have already been produced to the noticing party via the LSCE database,
5 and the contents of that database cannot readily be physically produced at the deposition without
6 undue burden to the District.

7 15. Regarding Category (3) of the Requests for Production of Documents within this
8 Notice of Deposition, the District objects to the production of any document, at the deposition or
9 otherwise, "pertaining to" the subject matter of this request to the extent that such document is
10 protected from disclosure under the attorney-client, work-product, or deliberative process
11 privilege. The District further objects to producing the items requested in this Category on the
12 ground that such items have already been produced to the noticing party via the LSCE database,
13 and the contents of that database cannot readily be physically produced at the deposition without
14 undue burden to the District.

15 16. Regarding Category (4) of the Requests for Production of Documents within this
16 Notice of Deposition, the District objects to the production of any document, at the deposition or
17 otherwise, "pertaining to" the subject matter of this request to the extent that such document is
18 protected from disclosure under the attorney-client, work-product, or deliberative process
19 privilege. The District further objects to producing the items requested in this Category on the
20 ground that such items have already been produced to the noticing party via the LSCE database,
21 and the contents of that database cannot readily be physically produced at the deposition without
22 undue burden to the District.

23 17. Regarding Category (5) of the Requests for Production of Documents within this
24 Notice of Deposition, the District objects to the production of any document, at the deposition or
25 otherwise, "pertaining to" the subject matter of this request to the extent that such document is
26 protected from disclosure under the attorney-client, work-product, or deliberative process
27 privilege. The District further objects to producing the items requested in this Category on the
28 ground that such items have already been produced to the noticing party via the LSCE database,

1 and the contents of that database cannot readily be physically produced at the deposition without
2 undue burden to the District.

3 18. Regarding Category (6) of the Requests for Production of Documents within this
4 Notice of Deposition, the District objects to the production of any document, at the deposition or
5 otherwise, "pertaining to" the subject matter of this request to the extent that such document is
6 protected from disclosure under the attorney-client, work-product, or deliberative process
7 privilege. The District further objects to producing the items requested in this Category on the
8 ground that such items have already been produced to the noticing party via the LSCE database,
9 and the contents of that database cannot readily be physically produced at the deposition without
10 undue burden to the District.

11 19. Regarding Category (10)¹ of the Requests for Production of Documents within this
12 Notice of Deposition, the District objects to the production of any document, at the deposition or
13 otherwise, "pertaining to" the subject matter of this request to the extent that such document is
14 protected from disclosure under the attorney-client, work-product, or deliberative process
15 privilege. The District further objects to this Request on the ground that the phrase "data relevant
16 to man-made water conveyances" is vague and ambiguous such that the District cannot determine
17 what items the noticing party seeks through this request. The District further objects to this
18 Request on the ground that it seeks information from the District relating not to the District, but
19 instead to an unrelated third party.

20 20. Regarding Category (11) of the Requests for Production of Documents within this
21 Notice of Deposition, the District objects to the production of any document, at the deposition or
22 otherwise, "pertaining to" the subject matter of this request to the extent that such document is
23 protected from disclosure under the attorney-client, work-product, or deliberative process
24 privilege. The District further objects to this Request on the ground that the phrase "data
25 regarding electricity consumption" is vague and ambiguous such that the District cannot
26 determine what items the noticing party seeks through this request. The District further objects to
27 this Request to the extent that it seeks information from the District relating not to the District,

28 ¹ The Notice of Deposition skips from Category 6 to Category (10) in the Requests for Production.

1 but instead to unrelated third parties. The District further objects to this Request on the ground
2 that it is overbroad as to time and unduly burdensome and oppressive.

3 21. Regarding Category (12) of the Requests for Production of Documents within this
4 Notice of Deposition, the District objects to the production of any document, at the deposition or
5 otherwise, "pertaining to" the subject matter of this request to the extent that such document is
6 protected from disclosure under the attorney-client, work-product, or deliberative process
7 privilege. The District further objects to this Request on the ground that the phrases "aquifer
8 testing" and "Anaverde Creek Basin" are vague and ambiguous such that the District cannot
9 determine what items the noticing party seeks through this request. The District further objects to
10 this Request on the ground that it is vague and ambiguous as to time.

11 22. Regarding Category (13) of the Requests for Production of Documents within this
12 Notice of Deposition, the District objects to the production of any document, at the deposition or
13 otherwise, "pertaining to" the subject matter of this request to the extent that such document is
14 protected from disclosure under the attorney-client, work-product, or deliberative process
15 privilege. The District further objects to this Request on the ground that it is vague, ambiguous,
16 and overbroad such that the District cannot determine what items the noticing party seeks through
17 this request. The District further objects to this Request to the extent that it seeks information
18 from the District relating not to the District, but instead to unrelated third parties.

19 23. Regarding Category (14) of the Requests for Production of Documents within this
20 Notice of Deposition, the District objects to the production of any document, at the deposition or
21 otherwise, "pertaining to" the subject matter of this request to the extent that such document is
22 protected from disclosure under the attorney-client, work-product, or deliberative process
23 privilege. The District further objects to this Request on the ground that the phrase "capacity of
24 each groundwater wells" is vague and ambiguous such that the District cannot determine what
25 items the noticing party seeks through this request. The District further objects to this Request to
26 the extent that it seeks information from the District relating not to the District, but instead to
27 unrelated third parties. The District further objects to this Request on the ground that it is vague
28 and ambiguous as to time.

1 24. Regarding Category (15) of the Requests for Production of Documents within this
2 Notice of Deposition, the District objects to the production of any document, at the deposition or
3 otherwise, "pertaining to" the subject matter of this request to the extent that such document is
4 protected from disclosure under the attorney-client, work-product, or deliberative process
5 privilege. The District further objects to this Request on the ground that it is vague, ambiguous,
6 and unintelligible such that the District cannot determine what items the noticing party seeks
7 through this request. The District further objects to this Request to the extent that it seeks
8 information from the District relating not to the District, but instead to unrelated third parties.
9 The District further objects to this Request on the ground that it is vague and ambiguous as to
10 time.

11 25. Regarding Category (16) of the Requests for Production of Documents within this
12 Notice of Deposition, the District objects to the production of any document, at the deposition or
13 otherwise, "pertaining to" the subject matter of this request to the extent that such document is
14 protected from disclosure under the attorney-client, work-product, or deliberative process
15 privilege. The District further objects to this Request on the ground that the terms "production
16 rate" and "groundwater production wells" are vague and ambiguous such that the District cannot
17 determine what items the noticing party seeks through this request. The District further objects to
18 this Request to the extent that it seeks information from the District relating not to the District,
19 but instead to unrelated third parties. The District further objects to this Request on the ground
20 that it is vague and ambiguous as to time.


21 26. Regarding Category (17) of the Requests for Production of Documents within this
22 Notice of Deposition, the District objects to the production of any document, at the deposition or
23 otherwise, "pertaining to" the subject matter of this request to the extent that such document is
24 protected from disclosure under the attorney-client, work-product, or deliberative process
25 privilege. The District further objects to this Request on the ground that the terms "groundwater
26 elevations" and "groundwater production wells" are vague and ambiguous such that the District
27 cannot determine what items the noticing party seeks through this request. The District further
28 objects to this Request to the extent that it seeks information from the District relating not to the

1 District, but instead to unrelated third parties. The District further objects to this Request on the
2 ground that it is overbroad as to time and unduly burdensome and oppressive

3 Dated: September 12, 2008

BEST BEST & KRIEGER LLP

By


ERIC L. GARNER
JEFFREY V. DUNN
STEFANIE D. HEDLUND
Attorneys for Defendants
ROSAMOND COMMUNITY SERVICES
DISTRICT and LOS ANGELES
COUNTY WATERWORKS DISTRICT
NO. 40

LAW OFFICES OF
BEST BEST & KRIEGER LLP
5 PARK PLAZA, SUITE 1500
IRVINE, CALIFORNIA 92614

PROOF OF SERVICE

I, Roberta Hoffner, declare:

I am a resident of the State of California and over the age of eighteen years, and not a party to the within action; my business address is Best Best & Krieger LLP, 5 Park Plaza, Suite 1500, Irvine, California 92614. On September 12, 2008, I served the within document(s):

LOS ANGELES COUNTY WATERWORKS DISTRICT NO. 40's OBJECTIONS TO ANAVERDE'S NOTICE OF TAKING DEPOSITION OF LOS ANGELES COUNTY WATERWORKS NO. 40, PALMDALE WATER DISTRICT, AND QUARTZ HILL WATER DISTRICT'S PERSON MOST KNOWLEDGEABLE [DUCES TECUM]

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

☐ by placing the document(s) listed above in a sealed envelope with postage thereon fully prepaid, in the United States mail at Irvine, California addressed as set forth below.

☒ by causing personal delivery by First Legal of the document(s) listed above to the person(s) at the address(es) set forth below.

Lewis Brisbois Bisgaard & Smith LLP
Malissa Hathaway McKeith, Esq.
Joseph A Salazar, Jr., Esq.
Kimberly A. Huangfu, Esq.
221 North Figueroa Street, Suite 1200
Los Angeles, CA 90012

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

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

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

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

Executed on September 12, 2008, at Irvine, California.


Roberta Hoffner

EXHIBIT 11

LEWIS BRISBOIS BISGAARD & SMITH LLP

ATTORNEYS AT LAW

221 NORTH FIGUEROA STREET, SUITE 1200, LOS ANGELES, CA 90012
PHONE: 213.250.1800 | FAX: 213.250.7900 | WEBSITE: www.lbbsslaw.com

KIMBERLY HUANGFU
DIRECT DIAL: 213.580.3907
E-MAIL: huangfu@lbbsslaw.com

September 12, 2008

FILE NO.
27175-02

POSTED VIA COURT WEBSITE

TO ALL COUNSEL

Re: *Antelope Valley Groundwater Case*
Judicial Council Coordination Proceeding No. 4408;
Santa Clara Case No. 1-05-CV-049053

Dear Counsel:

Based upon several meet and confers and the cooperation of Mr. Thomas Bunn of Palmdale Water District, Anaverde LLC is removing the PMK deposition noticed for September 17, 2008 for the Palmdale Water District.

As to the PMK deposition notice for Los Angeles County Waterworks No. 40 and Quartz Hill Water District, it is our intention to move forward with these depositions absent the production of more forthcoming information. Such depositions will take place at our Los Angeles office, located at 221 N. Figueroa Street, Suite 1200, Los Angeles, CA 90012, on September 17, 2008 at 10 am. Please contact me if you have any questions regarding this matter.

Very truly yours,



Kimberly Huangfu
LEWIS BRISBOIS BISGAARD & SMITH LLP

KAH:me

ATLANTA | CHICAGO | FORT LAUDERDALE | LAFAYETTE | LAS VEGAS | LOS ANGELES | NEW ORLEANS | NEW YORK
ORANGE COUNTY | PHOENIX | SACRAMENTO | SAN BERNARDINO | SAN DIEGO | SAN FRANCISCO | TAMPA | TUCSON

EXHIBIT 12

1 **LEWIS BRISBOIS BISGAARD & SMITH LLP**
MALISSA HATHAWAY McKEITH, SB# 112917

2 E-Mail: mckeith@lbbslaw.com

3 JOSEPH A. SALAZAR, JR., SB# 169551

E-Mail: jsalazar@lbbslaw.com

4 KIMBERLY A. HUANGFU, SB# 252241

E-Mail: huangfu@lbbslaw.com

5 221 North Figueroa Street, Suite 1200

Los Angeles, California 90012

6 Telephone: 213.250.1800

7 Facsimile: 213.250.7900

8 Attorneys for Anaverde LLC

10 SUPERIOR COURT OF THE STATE OF CALIFORNIA

11 COUNTY OF LOS ANGELES, CENTRAL DISTRICT

13 ANTELOPE VALLEY GROUNDWATER
CASES

14 Included Actions:

15 Los Angeles County Waterworks District No.

16 40 v. Diamond Farming Co.

Superior Court of California

17 County of Los Angeles, Case No. BC325201;

18 Los Angeles County Waterworks District No.

19 40 v. Diamond Farming Co.

Superior Court of California

20 County of Kern, Case No. S-1500-CV-254-
348;

21 Wm. Bolthouse Farms, Inc. v. City of
Lancaster

22 Diamond Farming Co. v. City of Lancaster

Diamond Farming Co. v. Palmdale Water Dist.

23 Superior Court of California

County of Riverside, consolidated actions

24 Case Nos. RIC 353840, RIC 344436,

RIC 344668.

Judicial Council Coordination Proceeding No.
4408

Santa Clara Case No. 1-05-CV-049053

Assigned to the Honorable Jack Komar
Dept. 1

**ANAVERDE LLC'S NOTICE OF TAKING
DEPOSITION OF QUARTZ HILL WATER
DISTRICT'S PERSON MOST
KNOWLEDGEABLE OFF CALENDAR;
AND NOTICE OF CONTINUANCE OF
LOS ANGELES COUNTY
WATERWORKS NO. 40'S PERSON MOST
KNOWLEDGEABLE [DUCES TECUM]**

Phase 2 Trial: October 6, 2008

4825-1332-3267.1

NOTICE OF TAKING DEPOSITION OF QUARTZ HILL'S PERSON MOST KNOWLEDGEABLE OFF
CALENDAR; AND NOTICE OF CONTINUANCE OF LOS ANGELES COUNTY WATERWORKS NO. 40'S
PERSON MOST KNOWLEDGEABLE

1 **TO ALL PARTIES AND THEIR ATTORNEYS OF RECORD:**

2 PLEASE TAKE NOTICE that Anaverde LLC by and through its attorneys of record, the
3 Law Offices of Lewis Brisbois Bisgaard & Smith LLP, has taken the oral deposition of Quartz
4 Hill Water District's person most knowledgeable ("PMK"), scheduled for September 17, 2008,
5 OFF CALENDAR.

6 PLEASE TAKE NOTICE that the deposition of Los Angeles County Waterworks No. 40
7 ("LACWW No. 40")'s PMK, currently scheduled for Wednesday, September 17, 2008 at 10 a.m.,
8 is hereby continued to Friday, September 19, 2008 at 10 a.m., continuing from day to day
9 thereafter, except Saturdays, Sundays and Holidays, until completed, unless otherwise agreed by
10 counsel. Said deposition will take place at the offices of Lewis Brisbois Bisgaard & Smith at 221
11 N. Figueroa Street, Suite 1200, Los Angeles, CA 90012. The testimony will be taken before a
12 notary public authorized to administer oaths in the State of California or an officer authorized to
13 administer oaths by the laws of the United States, and will be recorded by stenographic means.

14 NOTICE IS FURTHER GIVEN that LACWW shall bring and produce documents, at the
15 deposition, pertaining to the following:

- 16 1. the capacity of each of groundwater well operated by LACWW located within the
17 Antelope Valley Adjudication Basin for 2007 through August 2008;
- 18 2. the actual production of groundwater each of groundwater well operated by LACWW
19 located within the Antelope Valley Adjudication Basin for 2007 through August 2008;
- 20 3. the production rate of water for each groundwater production well operated by LACWW,
21 located within the Antelope Valley Adjudication Basin for 2007 through August 2008;
22 and,
- 23 4. the groundwater elevations for each groundwater production well operated by LACWW
24 located within the Antelope Valley Adjudication Basin for 2007 through August 2008.

25 DATED: September 16, 2008

Respectfully submitted,

26 By: Kimberly A. Huangfu
27 Kimberly A. Huangfu
28 Malissa McKeith
Joseph Salazar, Jr.
Attorneys for Anaverde LLC

LEWIS BRISBOIS BISGAARD & SMITH LLP
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TELEPHONE 213.250.1800

Maritza Estrada

EXHIBIT 13

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ERIC L. GARNER, Bar No. 130665
JEFFREY V. DUNN, Bar No. 131926
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TELEPHONE: (949) 263-2600
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**EXEMPT FROM FILING FEES
UNDER GOVERNMENT CODE
SECTION 6103**

**OFFICE OF COUNTY COUNSEL
COUNTY OF LOS ANGELES**
RAYMOND G. FORTNER, JR., Bar No. 42230
COUNTY COUNSEL
MICHAEL MOORE, Bar No. 175599
DEPUTY COUNTY COUNSEL
500 WEST TEMPLE STREET
LOS ANGELES, CALIFORNIA 90012
TELEPHONE: (213) 974-1901
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Attorneys for Defendants
**ROSAMOND COMMUNITY SERVICES
DISTRICT and LOS ANGELES COUNTY
WATERWORKS DISTRICT NO. 40**

**SUPERIOR COURT OF THE STATE OF CALIFORNIA
COUNTY OF LOS ANGELES – CENTRAL DISTRICT**

**ANTELOPE VALLEY GROUNDWATER
CASES**

Included Actions:

Los Angeles County Waterworks District No.
40 v. Diamond Farming Co., Superior Court of
California, County of Los Angeles, Case No.
BC 325201;

Los Angeles County Waterworks District No.
40 v. Diamond Farming Co., Superior Court of
California, County of Kern, 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, Case Nos. RIC 353 840,
RIC 344 436, RIC 344 668

**RELATED CASE TO JUDICIAL
COUNCIL COORDINATION
PROCEEDING NO. 4408**

**LOS ANGELES COUNTY
WATERWORKS DISTRICT NO. 40's
OBJECTIONS TO ANAVERDE'S
CONTINUANCE OF DEPOSITION OF
LOS ANGELES COUNTY
WATERWORKS NO. 40'S PERSON
MOST KNOWLEDGEABLE [DUCES
TECUM]**

[Code of Civil Procedure § 2025.410]

Phase 2 Trial: October 6, 2008

Pursuant to Code of Civil Procedure section 2025.410, Los Angeles County Waterworks District No. 40 ("District") hereby objects to Anaverde's "Notice of Continuance of Deposition of Los Angeles County Waterworks No. 40's Person Most Knowledgeable [Duces Tecum]," served on September 16, 2008, on the following grounds:

1. The noticed date of the deposition (both the original date and the continued date) falls outside the permissible time for discovery in this case under Code of Civil Procedure section 2024.020(a).

2. The Notice fails to "describe with reasonable particularity the matters upon which examination is requested" as required under Code of Civil Procedure section 2025.230. To the extent that Anaverde relies on its August 28, 2008 "Notice of Taking Deposition of Los Angeles County Waterworks No. 40, Palmdale Water District, and Quartz Hill Water District's Person Most Knowledgeable" to supply the description of matters upon which examination is requested, the District has already served objections to that Notice, and the instant Notice of Continuance does not address or cure the deficiencies objected to there.

3. Regarding Category (1) of the Requests for Production of Documents within this Notice of Continuance, the District objects to the production of any document, at any deposition or otherwise, "pertaining to" the subject matter of this request to the extent that such document is protected from disclosure under the attorney-client, work-product, or deliberative process privilege. The District further objects to this Request on the ground that it is vague and ambiguous as to what Anaverde means by "capacity of each groundwater well" such that the District cannot determine what items the noticing party seeks through this request.

4. Regarding Category (2) of the Requests for Production of Documents within this Notice of Continuance, the District objects to the production of any document, at any deposition or otherwise, "pertaining to" the subject matter of this request to the extent that such document is protected from disclosure under the attorney-client, work-product, or deliberative process privilege. The District further objects to this Request on the ground that it is vague, ambiguous, and unintelligible such that the District cannot determine what items the noticing party seeks through this request.

1 5. Regarding Category (3) of the Requests for Production of Documents within this
2 Notice of Continuance, the District objects to the production of any document, at any deposition
3 or otherwise, "pertaining to" the subject matter of this request to the extent that such document is
4 protected from disclosure under the attorney-client, work-product, or deliberative process
5 privilege. The District further objects to this Request on the ground that the terms "production
6 rate" and "groundwater production wells" are vague and ambiguous such that the District cannot
7 determine what items the noticing party seeks through this request.

8 6. Regarding Category (4) of the Requests for Production of Documents within this
9 Notice of Continuance, the District objects to the production of any document, at any deposition
10 or otherwise, "pertaining to" the subject matter of this request to the extent that such document is
11 protected from disclosure under the attorney-client, work-product, or deliberative process
12 privilege. The District further objects to this Request on the ground that the terms "groundwater
13 elevations" and "groundwater production wells" are vague and ambiguous such that the District
14 cannot determine what items the noticing party seeks through this request.

15 Dated: September 17, 2008

BEST BEST & KRIEGER LLP

16
17 By 

18 ERIC L. GARNER
19 JEFFREY V. DUNN
20 STEFANIE D. HEDLUND
21 DANIEL S. ROBERTS
22 Attorneys for Defendants
23 ROSAMOND COMMUNITY SERVICES
24 DISTRICT and LOS ANGELES
25 COUNTY WATERWORKS DISTRICT
26 NO. 40
27
28

PROOF OF SERVICE

I, Roberta Hoffner, declare:

I am a resident of the State of California and over the age of eighteen years, and not a party to the within action; my business address is Best Best & Krieger LLP, 5 Park Plaza, Suite 1500, Irvine, California 92614. On September 12, 2008, I served the within document(s):

LOS ANGELES COUNTY WATERWORKS DISTRICT NO. 40's OBJECTIONS TO ANAVERDE'S CONTINUANCE OF DEPOSITION OF LOS ANGELES COUNTY WATERWORKS NO. 40'S PERSON MOST KNOWLEDGEABLE [DUCES TECUM]

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

☐ by placing the document(s) listed above in a sealed envelope with postage thereon fully prepaid, in the United States mail at Irvine, California addressed as set forth below.

☒ by causing personal delivery by First Legal of the document(s) listed above to the person(s) at the address(es) set forth below.

Lewis Brisbois Bisgaard & Smith LLP
Malissa Hathaway McKeith, Esq.
Joseph A Salazar, Jr., Esq.
Kimberly A. Huangfu, Esq.
221 North Figueroa Street, Suite 1200
Los Angeles, CA 90012

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

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

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

I declare under penalty of perjury under the laws of the State of California that the above is true and correct. Executed on September 17, 2008, at Irvine, California.


Roberta Hoffner

ORANGESHEDLUND\S0455.1

BEST BEST & KRIEGER

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SACRAMENTO
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(619) 525-1300

WALNUT CREEK
(925) 977-3300

Jeffrey V. Dunn
(949) 263-2616
Jeffrey.Dunn@bbkllaw.com
File No. 26345.00001

September 16, 2008

POSTED VIA COURT WEBSITE

To All Counsel

Re: *Antelope Valley Groundwater*
Judicial Council Coordination Proceeding No. 4408

Dear Counsel:

This letter confirms previous email correspondence and telephone conversations with various counsel that there will be no deposition of a person most knowledgeable for Los Angeles County Waterworks District No. 40 on September 17, 2008.

Sincerely,


Jeffrey V. Dunn
of BEST BEST & KRIEGER LLP

PROOF OF SERVICE

I, Kerry V. Keefe, declare:

I am a resident of the State of California and over the age of eighteen years, and not a party to the within action; my business address is Best Best & Krieger LLP, 5 Park Plaza, Suite 1500, Irvine, California 92614. On September 16, 2008, I served the within document(s):

LETTER TO ALL COUNSEL REGARDING SEPTEMBER 17, 2008, DEPOSITION



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



by placing the document(s) listed above in a sealed envelope with postage thereon fully prepaid, in the United States mail at Irvine, California addressed as set forth below.



by causing personal delivery by ASAP Corporate Services of the document(s) listed above to the person(s) at the address(es) set forth below.



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



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

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

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

Executed on September 16, 2008, at Irvine, California.


Kerry V. Keefe

EXHIBIT 14

BEST BEST & KRIEGER

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Kerry V. Keefe
(949) 263-2604
Kerry.Keefe@bbklaw.com
File No. 26345.00001

July 29, 2008

VIA FEDERAL EXPRESS

Mr. John Miles
2710 Elizabeth Lake Road
Palmdale, California 93551

Re: Antelope Valley Groundwater

Dear Mr. Miles:

Attorney Kimberly Huangfu of Lewis Brisbois Bisgaard & Smith LLP directed me to send to you the enclosed 16 GB flash drive containing technical data in regard to the above-referenced matter. Also enclosed are four 8GB flash drives that I am returning to Ms. Huangfu as they could not accommodate the data.

Sincerely,


Kerry V. Keefe
for BEST BEST & KRIEGER LLP

Enclosures

From Please print and press hard.

Date 7/29/08

Sender's FedEx Account Number SENDER'S FEDEX ACCOUNT NUMBER ONLY

Sender's Name Kerry Kege

Phone (949) 263-2600

Company Best Best + Krueger LLP

Address 5 Park Plaza, Ste. 1500

City Irvine

State CA

ZIP 92614

Your Internal Billing Reference 26345-00001

To Recipient's Name John Miles

Phone (612) 750-4024

Company

Recipient's Address 2710 Elizabeth Lake Road

Address

City Palmdale

State CA

ZIP 93551

4a Express Package Service

☒ FedEx Priority Overnight

☐ FedEx Standard Overnight

☐ FedEx First Overnight

☐ FedEx 2Day

☐ FedEx Express Saver

☐ FedEx Envelope rate not available. Minimum charge: One-pound rate.

4b Express Freight Service

☐ FedEx 1Day Freight

☐ FedEx 2Day Freight

☐ FedEx 3Day Freight

5 Packaging

☐ FedEx Envelope

☒ FedEx Pak

☐ FedEx Box

☐ FedEx Tube

☐ Other

6 Special Handling

☐ SATURDAY Delivery

☐ HOLD Weekday at FedEx Location

☐ HOLD Saturday at FedEx Location

☒ No

☐ Yes

☐ Yes

☐ Dry Ice

☐ Cargo Aircraft Only

7 Payment Bill to:

☐ Sender

☒ Recipient

☐ Third Party

☐ Credit Card

☐ Cash/Check

FedEx Acct. No. 1012 1964-0

Exp. Date

Total Packages

Total Weight

Total Declared Value*

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*Our liability is limited to \$100 unless you declare a higher value. See back for details. By using this Airbill you agree to the service conditions on the back of this Airbill and in the current FedEx Service Guide, including terms that limit our liability.

8 Residential Delivery Signature Options

☒ No Signature Required

☐ Direct Signature

☐ Indirect Signature

520



EXHIBIT 15

Stefanie Hedlund

From: Kimberly Huangfu [huangfu@lbbslaw.com]
Sent: Saturday, August 23, 2008 7:53 AM
To: Stefanie Hedlund
Cc: Jeffrey Dunn
Subject: Request for Access to LSCE ftp site

Stefanie,

I called and left a voicemail on your office phone yesterday. Upon reviewing the August 20, 2008 letter that your firm posted on the Court's website, I am writing to obtain access to the Luhdorff and Scalmanini, Consulting Engineers' ("LSCE") ftp site.

As we discussed on August 19, 2008, Mr. Thomas Bunn provided us with the following website and access code: ftp://ava.wildermuthenvironmental.com, User Name: AVAUser, Password: AVAPassword on July 22, 2008. It did not include this new information which we have been trying to obtain since August 6, 2008 so that our consultants could timely review the background information. Contrary to comments made by Mr. Orr to the Court on August 11, 2008, the information provided was not complete.

The "Summary of Content", posted on August 20, 2008, indicates that the technical data (missing from the Wildermuth Environmental ftp) that we have been requesting for three weeks may be provided in this other LSCE database. This includes data pertaining to the "surface water/stream gauge stations" and "wells and groundwater levels".

We do not understand why the LACWW failed to produce this vital information until now despite our several requests. It is critical that you immediately provide the username and passcode to this second ftp database.

Thank you.

Kimberly Huangfu

LEWIS BRISBOIS BISGAARD & SMITH LLP
221 N. Figueroa Street, Suite 1200, Los Angeles, CA 90012 direct 213.580.3907 | tel
213.250.1800 | fax 213.250.7900 huangfu@lbbslaw.com | <http://www.lbbslaw.com> (
<http://www.lbbslaw.com/>)

This communication constitutes an electronic communication within the meaning of the Electronic Communications Privacy Act, 18 USC 2510, and its disclosure is strictly limited to the recipient intended by the sender of this message. This communication may contain confidential and privileged material for the sole use of the intended recipient and receipt by anyone other than the intended recipient does not constitute a loss of the confidential or privileged nature of the communication. Any review or distribution by others is strictly prohibited. If you are not the intended recipient please contact the sender by return electronic mail and delete all copies of this communication. For more information about Lewis Brisbois Bisgaard & Smith, visit us at <http://www.lbbslaw.com> (<http://www.lbbslaw.com/>).

>>> Kimberly Huangfu 08/19/08 8:40 AM >>>
Stefanie,

EXHIBIT 16

Stefanie Hedlund

From: Stefanie Hedlund
Sent: Saturday, August 23, 2008 5:27 PM
To: 'huangfu@lbbslaw.com'
Cc: Jeffrey Dunn
Subject: Re: Request for Access to LSCE ftp site

Kimberly,

As we discussed in detail this Tuesday, my office has previously provided a jump drive to you that contains all of the information currently on the database.

However, I will provide a username and password to you on Monday.

Thank you,
Stefanie

----- Original Message -----

From: Kimberly Huangfu <huangfu@lbbslaw.com>
To: Stefanie Hedlund
Cc: Jeffrey Dunn
Sent: Sat Aug 23 07:53:01 2008
Subject: Request for Access to LSCE ftp site

Stefanie,

I called and left a voicemail on your office phone yesterday. Upon reviewing the August 20, 2008 letter that your firm posted on the Court's website, I am writing to obtain access to the Luhdorff and Scalmanini, Consulting Engineers' ("LSCE") ftp site.

As we discussed on August 19, 2008, Mr. Thomas Bunn provided us with the following website and access code: ftp://ava.wildermuthenvironmental.com, User Name: AVAUser, Password: AVAPassword on July 22, 2008. It did not include this new information which we have been trying to obtain since August 6, 2008 so that our consultants could timely review the background information. Contrary to comments made by Mr. Orr to the Court on August 11, 2008, the information provided was not complete.

The "Summary of Content", posted on August 20, 2008, indicates that the technical data (missing from the Wildermuth Environmental ftp) that we have been requesting for three weeks may be provided in this other LSCE database. This includes data pertaining to the "surface water/stream gauge stations" and "wells and groundwater levels".

We do not understand why the LACWW failed to produce this vital information until now despite our several requests. It is critical that you immediately provide the username and passcode to this second ftp database.

Thank you.

Kimberly Huangfu

LEWIS BRISBOIS BISGAARD & SMITH LLP
221 N. Figueroa Street, Suite 1200, Los Angeles, CA 90012 direct 213.580.3907 | tel
213.250.1800 | fax 213.250.7900 huangfu@lbbslaw.com | http://www.lbbslaw.com (
http://www.lbbslaw.com/)

EXHIBIT 17

BEST BEST & KRIEGER

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Stefanie D. Hedlund
(949) 263-6593
Stefanie.Hedlund@bbklaw.com
File No. 26345.00001

August 25, 2008

VIA E-MAIL AND US MAIL

Kimberly Huangfu
Lewis Brisbois Bisgaard & Smith LLP
221 North Figueroa Street, Suite 1200
Los Angeles, California 90012

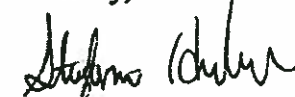
Re: Antelope Valley Groundwater Cases

Dear Ms. Huangfu:

This letter is in response to your request for access to the database maintained by Luhdorff and Scalmanini, Consulting Engineers ("LSCE").

In order to access the LSCE database please access the following website: <http://lsce.com/ftp>. Your username is khuangfu and your password is lsce5482. Should you have any problems accessing the database, please feel free to contact me.

Sincerely,



Stefanie D. Hedlund
for BEST BEST & KRIEGER LLP

EXHIBIT 18

Stefanie Hedlund

From: Stefanie Hedlund
Sent: Friday, September 19, 2008 2:16 PM
To: 'Kimberly Huangfu'
Cc: Jeffrey Dunn; Eric Garner; Daniel Roberts
Subject: RE: Antelope Valley - L&S Files

Kimberly,

This information has already been provided to you in several formats. In late July, at your request, my office sent you a flash drive containing everything on the database. Additionally, on August 25, 2008, I send you a letter with a username, password and instructions for accessing the website. Do you need me to resend your username and password?

Thanks,

Stefanie

Stefanie Hedlund
for Best Best & Krieger

From: Kimberly Huangfu [mailto:huangfu@lbbslaw.com]
Sent: Friday, September 19, 2008 2:10 PM
To: Stefanie Hedlund
Subject: Fwd: Antelope Valley - L&S Files

Stefanie,

I understand that the LSCE files (for Kenneth Utley's deposition on Tuesday) are not physically available at the office of Luhdorff and Scalmanini Consulting Engineers in Woodland, CA. This is a request to obtain a username and password to access the ftp site online. Please let me know if you need any further information from me.

Thanks,
Kimberly

KIMBERLY HUANGFU
LEWIS BRISBOIS BISGAARD & SMITH LLP
221 N. Figueroa Street, Suite 1200, Los Angeles, CA 90012
direct 213.580.3907 | tel 213.250.1800 | fax 213.250.7900
huangfu@lbbslaw.com | <http://www.lbbslaw.com>

This communication constitutes an electronic communication within the meaning of the Electronic Communications Privacy Act, 18 USC 2510, and its disclosure is strictly limited to the recipient intended by the sender of this message. This communication may contain confidential and privileged material for the sole use of the intended recipient and receipt