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Attorneys for  
**RABBITBRUSH SOLAR, LLC & US SOLAR  
ASSETS, LLC**

**SUPERIOR COURT OF THE STATE OF CALIFORNIA  
FOR THE 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

RICHARD WOOD, on behalf of himself  
and all other similarly situated v. A.V.  
Materials, Inc., et al., Superior Court of  
California, County of Los Angeles, Case  
No. BC509546

Judicial Council Coordination Proceeding  
No. 4408

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

**DECLARATION OF BRETT MARTINO IN  
SUPPORT OF RABBITBRUSH SOLAR, LLC  
AND US SOLAR ASSETS, LLC'S *EX PARTE*  
APPLICATION FOR LEAVE TO INTERVENE  
IN JUDGMENT**

[Filed concurrently herewith: *Ex Parte* Application;  
Declaration of Bradley J. Herrema; and [Proposed]  
Order filed concurrently]

**[Submitted on the Pleadings]**

**DECLARATION OF BRETT MARTINO**

I, Brett Martino, declare:

1. I am a Senior Counsel in the Project Development division of First Solar, Inc. ("First Solar"). I have served in this role since November 20, 2018 and have personal knowledge of the facts stated herein, except where stated on information and belief, and, if called as a witness, I could and would competently testify to them under oath. I make this declaration in support of the above-referenced filing.

2. In my role as Senior Counsel, I am intimately familiar with the First Solar organization and business as it pertains to development of solar photovoltaic generating facilities, including the business of its affiliated entities like FS Land Holding Company, LLC ("FS Land Holding"), Rabbitbrush Solar, LLC ("Rabbitbrush"), and US Solar Assets, LLC ("US Solar"). As part of its business strategy, First Solar is currently undertaking an internal reorganization and transfer of certain project-related assets into discrete, project-specific First Solar entities. First Solar intends to complete this reorganization by the end of the calendar year in order to support project development efforts anticipated to be completed by the end of the calendar year or imminently thereafter.

3. As it relates to this case, FS Land Holding is currently a Party to the December 23, 2015 Judgment and Physical Solution ("Judgment") and the successor-in-interest to certain Production Rights allocated under Exhibit 4 to the Judgment to LandInv, Inc. and Rosamond Ranch, LP. FS Land Holding has previously exercised these rights for the construction and operation of certain solar projects in the Antelope Valley Groundwater Basin developed under the First Solar entity structure. However, as a part of the aforementioned internal reorganization and transfer of certain assets relating to current or future projects under development, FS Land Holding has now transferred these Production Rights, as well as all associated Carry Over water, to Rabbitbrush and US Solar. Rabbitbrush received 10 acre feet of FS Land Holding's Production Rights and 300 acre-feet of its accrued Carry Over water, while US Solar Assets received 724.44 acre-feet of FS Land Holding's Production Rights and the remainder of its Carry Over water. Once the transfers are deemed in effect by Watermaster, FS Land Holding will not retain any

1 Production Rights or Carry Over water under the Judgment.

2 4. Because Rabbitbrush and US Solar Assets are not a party to the Judgment, the  
3 entities now respectfully request intervention in order to protect their Production Rights allocated  
4 under the Judgment and to exercise those rights, as well as their rights to Carry Over water, in  
5 accordance with the Judgment. The entities' interests are not currently represented by any party to  
6 the action, as no other party has an interest in their Production Rights or Carry Over water.  
7 Indeed, without the requested intervention, there is no manner in which the entities can assert and  
8 protect their rights under the Judgment before this Court.

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

11 Executed this 4th day of December, 2020, at San Francisco, California.

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**PROOF OF SERVICE**  
**Antelope Valley Groundwater Cases**  
**Santa Clara County Case No. 1-05-CV-049053**  
**Judicial Council Coordination ("JCCP") No. 4408**

**STATE OF CALIFORNIA            )**  
**)**  
**COUNTY OF LOS ANGELES        )**


I, Ivy Capili, am employed in the County of Los Angeles, State of California. I am over the age of 18 and not a party to the within action; my business address is: Brownstein Hyatt Farber Schreck, LLP, 2049 Century Park East, Suite 3550, Los Angeles, California 90067.

On December 7, 2020, I electronically served the foregoing document described as: **DECLARATION OF BRETT MARTINO IN SUPPORT OF RABBITBRUSH SOLAR, LLC AND US SOLAR ASSETS, LLC'S EX PARTE APPLICATION FOR LEAVE TO INTERVENE IN JUDGMENT** on the interested parties in this action through the OneLegal website ([www.onelegal.com](http://www.onelegal.com)) and pursuant to the Electronic Filing and Service Standing Order of Judge Komar.

The file transmission was reported as complete to all parties appearing on the [www.scefiling.org](http://www.scefiling.org) electronic service list for the Antelope Valley Groundwater Cases, Case No. 2005-1-CV-049053; JCCP 4408.

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

Executed on December 7, 2020, at Los Angeles, California.

  
\_\_\_\_\_  
Ivy Capili