FILING FOR WATER IN THE
STATE OF UTAH

APPLICATION TO APPROPRIATE WATER

For the purpose of acquiring the right to use a portion of the unappropriated water of the State of Utah, application is hereby made to the State Engineer, based upon the following showing of facts, submitted in accordance with the requirements to Title 73, Chapter 3 of the Utah Code Annotated (1953, as amended).

<table>
<thead>
<tr>
<th>WATER RIGHT NO.</th>
<th>APPLICATION NO.</th>
<th>FILING DATE</th>
</tr>
</thead>
<tbody>
<tr>
<td>41 - 3747</td>
<td>1080</td>
<td></td>
</tr>
</tbody>
</table>

1. **PRIORITY OF RIGHT:**

2. **OWNER INFORMATION**
   - Name(s): Water Horse Resources, LLC
   - Address: 1436 West Oak Street
   - City: Fort Collins
   - State: Colorado
   - Zip Code: 80521
   - Phone Number
   - Is the land owned by the applicant? Yes
   - (If "No", please explain in EXPLANATORY section)

3. **QUANTITY OF WATER:**
   - 76 cfs and/or 55,000 ac-ft.

4. **SOURCE:**
   - Green River
   - which is tributary to
   - DRAINAGE:

5. **POINT(S) OF DIVERSION:**
   - COUNTY: Diopet
   - See Attachment A
   - Description of Diverting Works: Pumping Station
   - COMMON DESCRIPTION:

6. **POINT(S) OF REDIVERSION**
   - The water will be rediverted from N/A at a point:
   - Description of Diverting Works:

7. **POINT(S) OF RETURN**
   - The water will be returned to the natural stream/source at a point(s): N/A
   - Description of Diverting Works:

8. **STORAGE**
   - Reservoir Name: N/A
   - Storage Period: from to
   - Capacity: __________ ac-ft.
   - Inundated Area: __________ acres.
   - Height of dam: __________ feet
   - Legal description of inundated area by 40 acre tract(s):

*These items are to be completed by the Division of Water Rights

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**WATER RIGHTS**
SALT LAKE

**RECEIVED**
JAN 12 2018

**Appropriate**
8. List any other water rights which will supplement this application **N/A**

9. **NATURE AND PERIOD OF USE**
   - **Irrigation:** From 4/1 to 10/31
   - **Stockwatering:** From 1/1 to 12/31
   - **Domestic:** From 1/1 to 12/31
   - **Municipal:** From 1/1 to 12/31
   - **Mining:** From 1/1 to 12/31
   - **Power:** From 1/1 to 12/31
   - **Other:** From 1/1 to 12/31

10. **PURPOSE AND EXTENT OF USE**
    - **Irrigation:** TBD
    - **Stockwatering (number and kind):** TBD
    - **Domestic:** See Explanatory
    - **Municipal (name):** TBD
    - **Mining:** TBD
    - **Ores mined:** Mining District in the Mins.
    - **Power Plant name:** Undetermined
    - **Type:** Hydroelectric
    - **Capacity:** Undetermined
    - **Other (describe):** Commercial, Industrial

11. **PLACE OF USE**
    - Legal description of place of use by 40 acre tract(s):
      - See Attachment A

12. **EXPLANATORY**
    The following is set forth to define more clearly the full purpose of this application. (Use additional pages of the same size if necessary):
      - See Attachment A

*The applicant(s) hereby acknowledges that he/she/they are citizen(s) of the United States of America or intends to become such a citizen(s). The quantity of water sought to be appropriated is limited to that which can be beneficially used for the purposes herein described. The undersigned hereby acknowledges that even though he/she/they may have been assisted in the preparation of the above-numbered application through the courtesy of the employees of the Division of Water Rights, all responsibility for the accuracy of the information contained herein, including maps and other documents attached, at the time of filing, rests with the applicant(s).

Signature of Applicant(s)*

*If applicant is a corporation or other organization, signature must be the name of such corporation or organization by its authorized agent, or in the name of the partnership by one of the partners.
Attachment A

to

Water Right Export Application
(Application to Appropriate Form)

Regional Watershed Supply Project – Green River Pipeline

Applicant: Water Horse Resources, LLC
Attn. Aaron P. Million, Managing Member
1436 West Oak Street
Ft. Collins, Colorado 80521

Agent: Stoel Rives LLP
Attn: Richard R. Hall
201 S. Main St., Suite 1100
Salt Lake City, Utah 84111

4. POINTS OF DIVERSION

**POD #1** – 1,020 feet north, 1,390 feet east from the Southwest corner of the NWSW (Lot 11) of Section 31, Township 2 North, Range 25 East, SLBM

**POD #2** – 615 feet north, 1,675 feet east from the Southwest corner of the NWSW (Lot 11) of Section 31, Township 2 North, Range 25 East, SLBM

Both points of diversion are located on public lands administered by the U.S. Bureau of Land Management ("BLM"). The applicant will pursue a right-of-way authorization from the BLM for the points of diversion. This authorization will be secured in connection with the authorization for the pipeline extending from the points of diversion at the Green River to the place of use along the Colorado Front Range.

11. PLACE OF USE

The water to be appropriated under the water export application will be used to provide irrigation, stockwatering domestic, commercial, municipal, mining and industrial water supplies to users along the Colorado Front Range Corridor. The specific places of use are described and depicted on the pages that follow.

The place of use will also include an inline hydroelectric energy facility to be constructed along the pipeline corridor (likely in Wyoming). The location of the hydroelectric energy facility will be determined at a later date following additional project design and engineering, at which time the applicant will supplement this application.
12. EXPLANATORY

This water export application seeks approval pursuant to Utah Code Ann. § 73-3a-101 et seq. for the export of fifty-five thousand (55,000) acre feet of water (the “Export Water”) from two (2) points of diversion from the Green River near Browns Park within the state of Utah, as generally depicted on the accompanying maps and specifically identified under Section 4 of this application. The Export Water will be diverted, transported, conveyed to and beneficially used along the Front Range Urban Corridor within the state of Colorado for the purposes noted in Section 9 and within the area along the Front Range identified in Section 11 above.

The Export Water constitutes a withdrawal under the allocation apportioned to the state of Colorado under the 1922 Colorado River Compact and the 1948 Upper Colorado River Basin Compact (collectively, the “Colorado River Compact”). This application will authorize the points of diversion within the state of Utah and establish a priority date which will be relied upon for the purposes of water right administration, as and against all water rights making beneficial use of water allocated and apportioned to the state of Colorado.

The applicant will demonstrate, during the application process, that the application complies with the requirements of Utah Code Ann. § 73-3a-108. There is sufficient water within the source (the Green River) to (1) meet the portion of the state of Colorado’s allocation under the Colorado River Compact attributable to this application, (2) meet Utah’s allocation and approved uses within the Green River drainage, and (3) provide sufficient flow to protect and assist in recovery of endangered fish populations and critical habitat. The application is consistent with Utah’s reasonable water conservation policies and objectives, and purpose and objectives of the Colorado River Compact and, therefore, should be approved.
Points of Diversion Maps:

Lot 9, Section 31, Township 2 North, Range 25 East, SLBM

See also attached.
Place of Use Legal Description and Maps:

Legal Description – 6th Principal Meridian, Colorado

**TOWNSHIP 12 NORTH – RANGE 46 WEST**
Sections 25, 26, 31-36

**TOWNSHIP 12 NORTH – RANGE 45 WEST**
Sections 19-36

**TOWNSHIP 12 NORTH – RANGE 44 WEST**
Sections 19-33

**TOWNSHIP 12 NORTH – RANGE 43 WEST**
Section 19

**TOWNSHIP 11 NORTH – RANGE 51 WEST**
Section 36

**TOWNSHIP 11 NORTH – RANGE 50 WEST**
Sections 22-28, 31-36

**TOWNSHIP 11 NORTH – RANGE 49 WEST**
Sections 8-36

**TOWNSHIP 11 NORTH – RANGE 48 WEST**
Sections 7, 14, 17-36

**TOWNSHIP 11 NORTH – RANGE 47 WEST**
Sections 1, 2, 9-17, 19-24, 26-33

**TOWNSHIP 11 NORTH – RANGE 46 WEST**
Sections 1-12, 14-20

**TOWNSHIP 11 NORTH – RANGE 45 WEST**
Sections 1-12

**TOWNSHIP 11 NORTH – RANGE 44 WEST**
Sections 4-7

**TOWNSHIP 10 NORTH – RANGE 52 WEST**
Sections 13, 14, 24-26, 34-36

**TOWNSHIP 10 NORTH – RANGE 51 WEST**
Sections 1, 4-36
TOWNSHIP 10 NORTH – RANGE 50 WEST
Sections 1-34

TOWNSHIP 10 NORTH – RANGE 49 WEST
Sections 1-24, 29, 30

TOWNSHIP 10 NORTH – RANGE 48 WEST
Sections 1-12, 15-21

TOWNSHIP 10 NORTH – RANGE 47 WEST
Section 6

TOWNSHIP 9 NORTH – RANGE 69 WEST
Section 36

TOWNSHIP 9 NORTH – RANGE 53 WEST
Sections 1-3, 11-14, 24

TOWNSHIP 9 NORTH – RANGE 52 WEST
Sections 1-36

TOWNSHIP 9 NORTH – RANGE 51 WEST
Sections 1-12, 14-22, 28-32

TOWNSHIP 9 NORTH – RANGE 50 WEST
Sections 4-8, 16

TOWNSHIP 8 NORTH – RANGE 69 WEST
Sections 1, 2, 11-15, 23-26, 34-36

TOWNSHIP 8 NORTH – RANGE 68 WEST
Sections 6-10, 15-22, 27-35

TOWNSHIP 8 NORTH – RANGE 53 WEST
Sections 1, 2, 11-14, 24-26, 35, 36

TOWNSHIP 8 NORTH – RANGE 52 WEST
Sections 1-23, 27-34

TOWNSHIP 8 NORTH – RANGE 51 WEST
Sections 5, 6

TOWNSHIP 7 NORTH – RANGE 69 WEST
Sections 1-3, 11-13, 32-34

TOWNSHIP 7 NORTH – RANGE 68 WEST
Sections 1-11, 13-18, 20-28, 33-36

Township 7 North – Range 67 West
Sections 18-21, 23, 25-36

Township 7 North – Range 66 West
Sections 14, 20, 22-36

Township 7 North – Range 65 West
Sections 2, 3, 8-11, 14-36

Township 7 North – Range 64 West
Sections 13, 19-21, 23-36

Township 7 North – Range 63 West
Sections 30, 31

Township 7 North – Range 53 West
Sections 1, 2, 9-16, 21-29, 31-36

Township 7 North – Range 52 West
Sections 4-9, 17-20, 30

Township 6 North – Range 69 West
Sections 1-4, 9-16, 21-27, 35, 36

Township 6 North – Range 68 West
Sections 1-36

Township 6 North – Range 67 West
Sections 1-28

Township 6 North – Range 66 West
Sections 1-30, 34, 36

Township 6 North – Range 65 West
Sections 1-30, 32-36

Township 6 North – Range 64 West
Sections 1-35

Township 6 North – Range 63 West
Sections 4-9, 16-21, 29-31

Township 6 North – Range 54 West
Sections 13, 23-27, 33-36
TOWNSHIP 6 NORTH – RANGE 53 WEST
Sections 1-11, 14-21, 29-31

TOWNSHIP 5 NORTH – RANGE 68 WEST
Sections 2-6

TOWNSHIP 5 NORTH – RANGE 67 WEST
Sections 33-36

TOWNSHIP 5 NORTH – RANGE 66 WEST
Sections 25, 26, 33-36

TOWNSHIP 5 NORTH – RANGE 65 WEST
Sections 1-5, 10-36

TOWNSHIP 5 NORTH – RANGE 64 WEST
Sections 2-11, 13-36

TOWNSHIP 5 NORTH – RANGE 63 WEST
Sections 17-20, 28-35

TOWNSHIP 5 NORTH – RANGE 60 WEST
Sections 35, 36

TOWNSHIP 5 NORTH – RANGE 59 WEST
Sections 31, 32

TOWNSHIP 5 NORTH – RANGE 55 WEST
Sections 13, 23-29, 31-36

TOWNSHIP 5 NORTH – RANGE 54 WEST
Sections 2-10, 15-21, 28-32

TOWNSHIP 4 NORTH – RANGE 68 WEST
Section 21

TOWNSHIP 4 NORTH – RANGE 67 WEST
Sections 1-3, 10-14, 18, 23-26, 35, 36

TOWNSHIP 4 NORTH – RANGE 66 WEST
Sections 1-36

TOWNSHIP 4 NORTH – RANGE 65 WEST
Sections 1-36

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TOWNSHIP 4 NORTH – RANGE 64 WEST
Sections 1-36

TOWNSHIP 4 NORTH – RANGE 63 WEST
Sections 1-13, 17-19

TOWNSHIP 4 NORTH – RANGE 62 WEST
Sections 7-10, 15-28, 33-36

TOWNSHIP 4 NORTH – RANGE 61 WEST
Sections 13, 18, 19, 22-36

TOWNSHIP 4 NORTH – RANGE 60 WEST
Sections 1-3, 10-17, 19-36

TOWNSHIP 4 NORTH – RANGE 59 WEST
Sections 5-11, 14-36

TOWNSHIP 4 NORTH – RANGE 58 WEST
Sections 7, 17-21, 25-36

TOWNSHIP 4 NORTH – RANGE 57 WEST
Sections 23-27, 31-36

TOWNSHIP 4 NORTH – RANGE 56 WEST
Sections 1, 11-16, 19-36

TOWNSHIP 4 NORTH – RANGE 55 WEST
Sections 1-12, 15-21, 30

TOWNSHIP 3 NORTH – RANGE 67 WEST
Sections 1, 2, 9-16, 21-28, 33-36

TOWNSHIP 3 NORTH – RANGE 66 WEST
Sections 1-32, 36

TOWNSHIP 3 NORTH – RANGE 65 WEST
Sections 1-36

TOWNSHIP 3 NORTH – RANGE 64 WEST
Sections 2-10, 15-21, 28-32

TOWNSHIP 3 NORTH – RANGE 63 WEST
Sections 24, 25, 35, 36

TOWNSHIP 3 NORTH – RANGE 62 WEST
Sections 1-5, 8-24, 26-35

**TOWNSHIP 3 NORTH – RANGE 61 WEST**
Sections 1-9, 16, 17, 20, 21, 28, 29, 31-33

**TOWNSHIP 3 NORTH – RANGE 60 WEST**
Sections 1-4, 12, 13

**TOWNSHIP 3 NORTH – RANGE 59 WEST**
Sections 1-6, 9-14, 23, 24

**TOWNSHIP 3 NORTH – RANGE 58 WEST**
Sections 1, 4-6, 8, 9, 12, 16, 17, 19-21, 23, 25, 26, 35, 36

**TOWNSHIP 3 NORTH – RANGE 57 WEST**
Sections 1-23, 30

**TOWNSHIP 3 NORTH – RANGE 56 WEST**
Sections 1-11, 14-18

**TOWNSHIP 2 NORTH – RANGE 68 WEST**
Sections 1, 12

**TOWNSHIP 2 NORTH – RANGE 67 WEST**
Sections 1-3, 11-14, 23-27, 34-36

**TOWNSHIP 2 NORTH – RANGE 66 WEST**
Sections 1, 4-9, 12-36

**TOWNSHIP 2 NORTH – RANGE 65 WEST**
Sections 1-36

**TOWNSHIP 2 NORTH – RANGE 64 WEST**
Sections 5-11, 13-36

**TOWNSHIP 2 NORTH – RANGE 63 WEST**
Sections 1-4, 8-36

**TOWNSHIP 2 NORTH – RANGE 62 WEST**
Sections 3-9, 16-22, 28-33

**TOWNSHIP 1 NORTH – RANGE 68 WEST**
Section 22

**TOWNSHIP 1 NORTH – RANGE 67 WEST**
Sections 1-3, 9-16, 21-29, 33-36
TOWNSHIP 1 NORTH – RANGE 66 WEST
Sections 1-36

TOWNSHIP 1 NORTH – RANGE 65 WEST
Sections 1-32, 35, 36

TOWNSHIP 1 NORTH – RANGE 64 WEST
Sections 1, 2, 4-9, 11-14, 17-20, 23-26, 29-31, 36

TOWNSHIP 1 NORTH – RANGE 63 WEST
Sections 1-34, 36

TOWNSHIP 1 NORTH – RANGE 62 WEST
Sections 4-6, 31, 32

TOWNSHIP 1 SOUTH – RANGE 67 WEST
Sections 1-4, 11-14, 23-28, 32-36

TOWNSHIP 1 SOUTH – RANGE 66 WEST
Sections 1-24, 26-34

TOWNSHIP 1 SOUTH – RANGE 65 WEST
Sections 1, 2, 5-8, 10-14, 18, 22-26, 35, 36

TOWNSHIP 2 SOUTH – RANGE 67 WEST
Sections 1-4, 8-12, 14-17, 19-22

TOWNSHIP 2 SOUTH – RANGE 66 WEST
Sections 5-8, 17

TOWNSHIP 2 SOUTH – RANGE 65 WEST
Sections 1, 2, 11-15, 22-24, 26-28, 33-35

TOWNSHIP 6 SOUTH – RANGE 69 WEST
Sections 12-14, 23-26, 33-36

TOWNSHIP 6 SOUTH – RANGE 68 WEST
Sections 1-36

TOWNSHIP 6 SOUTH – RANGE 67 WEST
Sections 1-36

TOWNSHIP 6 SOUTH – RANGE 66 WEST
Sections 1-36
TOWNSHIP 6 SOUTH – RANGE 65 WEST
Sections 3-10, 15-22, 27-34

TOWNSHIP 7 SOUTH – RANGE 69 WEST
Sections 1-5, 9-16, 21-29, 31-36

TOWNSHIP 7 SOUTH – RANGE 68 WEST
Sections 1-36

TOWNSHIP 7 SOUTH – RANGE 67 WEST
Sections 1-36

TOWNSHIP 7 SOUTH – RANGE 66 WEST
Sections 1-36

TOWNSHIP 7 SOUTH – RANGE 65 WEST
Sections 3-10, 15-22, 27-34

TOWNSHIP 8 SOUTH – RANGE 70 WEST
Sections 24, 25, 36

TOWNSHIP 8 SOUTH – RANGE 69 WEST
Sections 1-36

TOWNSHIP 8 SOUTH – RANGE 68 WEST
Sections 1-36

TOWNSHIP 8 SOUTH – RANGE 67 WEST
Sections 1-36

TOWNSHIP 8 SOUTH – RANGE 66 WEST
Sections 1-36

TOWNSHIP 8 SOUTH – RANGE 65 WEST
Sections 3-10, 15-22, 27-34

TOWNSHIP 9 SOUTH – RANGE 70 WEST
Sections 1, 2, 11-15, 21-29, 32-36

TOWNSHIP 9 SOUTH – RANGE 69 WEST
Sections 1-36

TOWNSHIP 9 SOUTH – RANGE 68 WEST
Sections 1-36

TOWNSHIP 9 SOUTH – RANGE 67 WEST
Sections 1-36

TOWNSHIP 9 SOUTH – RANGE 66 WEST
Sections 1-36

TOWNSHIP 9 SOUTH – RANGE 65 WEST
Sections 3-10, 15-22, 27-34

TOWNSHIP 10 SOUTH – RANGE 71 WEST
Sections 13, 23-27, 34-36

TOWNSHIP 10 SOUTH – RANGE 70 WEST
Sections 1-36

TOWNSHIP 10 SOUTH – RANGE 69 WEST
Sections 1-36

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Sections 1-36

TOWNSHIP 10 SOUTH – RANGE 67 WEST
Sections 1-36

TOWNSHIP 10 SOUTH – RANGE 66 WEST
Sections 1-36

TOWNSHIP 10 SOUTH – RANGE 65 WEST
Sections 3-10, 15-22, 27-34

TOWNSHIP 11 SOUTH – RANGE 71 WEST
Sections 1-3

TOWNSHIP 11 SOUTH – RANGE 70 WEST
Sections 1-6

TOWNSHIP 11 SOUTH – RANGE 69 WEST
Sections 1-6

TOWNSHIP 11 SOUTH – RANGE 68 WEST
Sections 1-6

TOWNSHIP 11 SOUTH – RANGE 67 WEST
Sections 1-6, 11-14, 23, 24

TOWNSHIP 11 SOUTH – RANGE 66 WEST
Sections 1-7, 18, 19
TOWNSHIP 11 SOUTH – RANGE 65 WEST
Sections 3-6
HISTORIC PROPERTY EFFECT EVALUATION
UTAH DIVISION OF WATER RIGHTS

In accordance with Sec. 9-8-404, Utah Code Annotated, before approving any undertaking the Division must take into account the effect of the undertaking on historic properties and provide the State Historic Preservation officer with a written evaluation.

Project Number (Water Right, Non-Production Well, or Dam Application Number) :
Project Location: Section 31 Township 2 N Range 25 E Base & Meridian S

Project Description: If the accompanying application is approved, what physical effects will occur to the land surface (i.e. buildings, pipelines, roads, wells, etc.)?

- Water pumping stations and associated buildings
- Pipelines (Water)
- Power lines

Describe any historic properties that you are aware could be effected by the proposed project.

None

Describe any historic property survey you are aware has been conducted at or near the site where the proposed project is to occur.

None

Is there a federal or state connection to this project that has/will require a historic property evaluation? ☑ N

It is the opinion of the Division the above-described undertaking may / will not affect historic property. For additional information on the proposed undertaking please visit the Division's website at http://wattrights.utah.gov or call 801-538-7240.

Date: 1/2/2018

Utah Division of Water Rights - 1594 West North Temple, Suite 220 - PO Box 146300 - Salt Lake City, Utah 84114-6300
December 29, 2017

BY CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Utah Division of Water Rights
1594 W. North Temple, Suite 220
PO Box 146300
Salt Lake City, UT  84114-6300

Re: Water Horse Resources, LLC – Water Right Export Application

Dear Madam or Sir:

Please find enclosed the water right export application submitted by Water Horse Resources, LLC. A check for $1,000.00 will be provided directly by Water Horse Resources by separate letter to cover the filing fee. The historic property form is also included within this filing.

As directed by the Division, due to the absence of a form for export applications, this export application has been submitted on the Application to Appropriate Water form

Please do not hesitate to contact me at (801) 578-6960 if you have any questions. I appreciate your help on this matter.

Best regards,

Richard R. Hall

Enclosures