MurphyAustin
ATTORNEYS

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October 3, 2019

VIA E-MAIL

Vahid Behmaram
Water Management Planner Coordinator
Building & Planning Division
Washoe County
1001 E. 9th Street
Reno, NV 89512

    Re: American Land Conservancy ("ALC") – Abandonment of Nevada Water Rights

Dear Mr. Behmaram:

This will confirm the information I provided to you by telephone on Monday October 1, 2019.

We served as legal counsel for the American Land Conservancy and handled its wind-down process. ALC's legal existence terminated as of May 23, 2016, as evidenced by the attached Certificate of Dissolution. After such date, ALC had no legal power or authority to do anything. As such, ALC has abandoned the water rights in question and such rights should escheat to the State of Nevada.

Very truly yours,

MURPHY AUSTIN ADAMS SCHOENFELD LLP

RUSSELL J. AUSTIN

Enclosure
cc via email: Kerry O'Toole

Murphy Austin Adams Schoenfeld LLP // 555 Capitol Mall, Suite 850, Sacramento, CA 95814
P: 916.446.2300   F: 916.503.4000 // murphyaustin.com
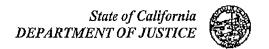
23.027-2944729.1

DISS NP

State of California
Secretary of State

Domestic Nonprofit Corporation
Certificate of Dissolution

There is no fee for filing a Certificate of Dissolution.
Important – Read instructions before completing this form.

FILED
Secretary of State
State of California

MAY 23 2016

This Space For Filing Use Only

1. Corporate Name – Enter the name of the domestic nonprofit corporation exactly as it is of record with the California Secretary of State.

American Land Conservancy

2. Corporate File Number – If known, enter the number issued by the California Secretary of State

C1514232

3. Required Statements – The following statements are required by statute and should not be altered.

All final returns required under the California Revenue and Taxation Code have been or will be filed with the California Franchise Tax Board. The corporation has been completely wound up and is dissolved.

4. Debts and Liabilities – Check the applicable statement. Note: Only one box may be checked.

- [✔] The corporation's known debts and liabilities have been actually paid.
- [ ] The corporation's known debts and liabilities have been paid as far as its assets permitted.
- [ ] The corporation's known debts and liabilities have been adequately provided for by their assumption and the name and address of the assumer is _____
- [ ] The corporation's known debts and liabilities have been adequately provided for as far as its assets permitted.
  (Specify in an attachment to this certificate (incorporated herein by this reference) the provision made and the address of the corporation, person or governmental agency that has assumed or guaranteed the payment, or the name and address of the depositary with which deposit has been made or other information necessary to enable creditors or others to whom payment is to be made to appear and claim payment.)
- [ ] The corporation never incurred any known debts or liabilities.

5. Assets – Mutual Benefit or General Cooperative Corporations ONLY: Check the applicable statement. Note: Only one box may be checked. If the corporation is a public benefit or religious corporation, leave Item 5 blank and attach to this Certificate of Dissolution a letter from the California Attorney General's office waiving objections to the distribution of the corporation's assets or confirming the corporation has no assets (see instructions).

- [ ] The known assets have been distributed to the persons entitled thereto.
- [ ] The corporation never acquired any known assets.

6. Election – Check the "YES" or "NO" box as applicable. Note: If the "NO" box is checked, a Certificate of Election to Wind Up and Dissolve pursuant to California Corporations Code section 6611, 8611, 9680 or 12631 must be filed prior to or together with this Certificate of Dissolution.

The election to dissolve was made by the vote of all the members of the corporation or the corporation has no members and the election was made by the vote of all the directors of the corporation. [✔] YES [ ] NO

7. Verification and Execution – If additional signature space is necessary, the dated signature(s) with verification(s) may be made on an attachment to this certificate. Any attachments to this certificate are incorporated herein by this reference.

The undersigned constitute(s) the sole director or a majority of the directors now in office. I declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of my own knowledge.

April 25, 2016
Date

Signature of Director | Gary T. Giacomini
 | Type or Print Name of Director

Signature of Director | Marty Cepkauskas
 | Type or Print Name of Director

Signature of Director | Hilary Jensen
 | Type or Print Name of Director

DISS NP (REV 01/2016) | APPROVED BY SECRETARY OF STATE

D1349236

May 12, 2016

MURPHY AUSTIN ADAMS SCHOENFELD, LLP   CT FILE NUMBER: 078513
NANCY P. LEE
555 CAPITOL MALL, STE 850
SACRAMENTO, CA 95814

RE: Dissolution of AMERICAN LAND CONSERVANCY

Dear Directors:

       We have reviewed the request for confirmation that the captioned corporation has no assets, together with the supporting documents attached thereto, relating to the proposed dissolution of the corporation. Based on the representations made in that request and on the content of the supporting documents submitted, the Attorney General's office confirms, pursuant to California Corporations Code section 6615(b)(2), that the corporation has no assets.

       The corporation may proceed to submit its certificate of election to wind up and dissolve to the California Secretary of State.

       AFTER the Secretary of State has endorsed the corporation's Certificate of Dissolution, please submit an endorsed-filed copy of the Certificate to the Registry of Charitable Trusts at the address set forth above.

                                        Sincerely,

                                        KENNETH S. BOHATY
                                        Staff Services Analyst
                                        Registry of Charitable Trusts

                     For   KAMALA D. HARRIS
                                        Attorney General

CT-682 Dissolution Waiver