



SOUTHERN TRINITY GROUNDWATER CONSERVATION DISTRICT
COUNTY OF MCLENNAN, STATE OF TEXAS

HISTORIC USE PRODUCTION PERMIT

THIS CERTIFIES THAT: Cargill Meat Solutions
2510 East Lakeshore Drive
Waco, Texas 76705
Phone:

(the "Permittee"), has applied for an Historic Use Production Permit to withdraw and place to beneficial use groundwater from within the District, and that the Board of Directors of the Southern Trinity Groundwater Conservation District ("District") has APPROVED the application as follows:

1 Permit Category

This permit is a **Historic Use Production Permit**.

2 Permit Term

The term of this permit is **perpetual**.

3 Groundwater Source

The source of groundwater is the **Trinity Aquifer**.

4 Annual Groundwater Withdrawal Amounts

Permittee may withdraw groundwater from the Trinity Aquifer for beneficial, nonwasteful use in a manner not to exceed the following volume: **557.9882 acre-feet per calendar year**. This groundwater withdrawal amount has been calculated pursuant to Section 5.211 of the District's rules. It may be subject to proportional adjustment pursuant to Chapter 5, Subchapter B of the District's rules, as may be amended.

5 Purpose of Use

Permittee may use Trinity Aquifer groundwater only for **municipal purposes**.

6 Well Name(s), Location(s), and Maximum Rate of Withdrawal

Groundwater may only be withdrawn from the aquifer from a well(s) located at each of the location(s) and with a maximum rate of withdrawal(s) (flow rate) as follows:

| <u>Name</u> | <u>Location (latitude/longitude)</u> | <u>Maximum Flow Rate (gpm)</u> |
|--|--------------------------------------|--------------------------------|
| Cargill Meat Solutions N31D 36M 33S / W97D 07M 28S | | 600 |

7 Measurement of Amount of Groundwater Withdrawn

Permittee may only withdraw groundwater from a well that has an operating flow meter that meets the requirements of Chapter 8 of the District's rules.

**SOUTHERN TRINITY GROUNDWATER CONSERVATION DISTRICT
COUNTY OF MCLENNAN, STATE OF TEXAS**

8 Place of Use

Permittee may beneficially use Aquifer groundwater only within the Permittee's 72-acre industrial facility located at 2510 East Lakeshore Drive, Waco, Texas. Except as provided by 5.401(b) of the District's rules, as may be amended, if the place of use is not within the District's boundaries, Permittee must obtain a groundwater exportation permit from the District prior to the withdrawal of groundwater under the permit.

9 Well Construction, Operation, Maintenance, Closure

The well(s) identified in this permit shall be installed, equipped, operated, maintained, plugged, capped, or closed, as may be appropriate in accordance with the District's rules and all other applicable federal, state, and local laws, including by submitting a copy of a state plugging report to the District within 60 days after capping or plugging any well.

10 Water Conservation

Withdrawals of groundwater are required to be efficiently withdrawn and used in compliance with the District's rules and the District's water conservation plan, as may be amended, and Permittee's plan as approved by the District, as may be applicable.

11 Conveyance to Place of Use

Water authorized by this permit to be produced must be conveyed to the place of use in a manner to prevent evaporation, channel loss by percolation, or waste. Water conveyed greater than a distance of one-half mile from the wellhead where produced must be conveyed through a pipeline.

12 Meters; Alternative Measuring Method

Permittee shall install, operate and maintain the meter or alternative measuring method on the well(s) identified in this permit in compliance with the District's rules and the manufacturer's instructions.

13 Reports

Permittee shall timely file all applicable reports with the District on forms prescribed by the District as required by the District's rules, as may be amended, and other applicable law.

14 Fees

Permittee shall timely pay and remain current on the payment of all applicable fees to the District.

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Permittee shall reduce water supply and consumption during times of drought in accordance with the District's rules and the District's management plan and Permittee's plan approved by the District, as applicable.

**SOUTHERN TRINITY GROUNDWATER CONSERVATION DISTRICT
COUNTY OF MCLENNAN, STATE OF TEXAS**

16 Groundwater Management Plan

Permittee shall withdraw and use groundwater only in accordance with the District's approved groundwater management plan, as may be amended.

17 Water Quality

Permittee shall use diligence to protect the water quality of groundwater in the District and shall comply with the District's water quality rules and take no action that pollutes or contributes to the pollution of groundwater in the District.

18 Transfers and Amendments

Permittee may transfer or amend this permit only in compliance with the District's rules.

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Permittee is subject to any review, renewal or extension conditions stated in the permit or the District's rules.

20 Change of Name, Address or Telephone Number

Permittee shall provide written notice to the District of any change of ownership, name of Permittee or the authorized representative, well operator, mailing address or telephone number within 30 days of such change.

21 Inspections by District

Any authorized officer, employee, agent or representative of the District shall have the right at all reasonable times to enter upon lands upon which a well may be located within the boundaries of the District, including the well(s) identified in Paragraph 6 of this permit, for the purpose of inspecting or testing such wells, meters, pumps and the power units of a well or wells, collecting water samples, and making any other reasonable and necessary inspections and tests that may be required or necessary for the formulation or the enforcement of the permits, rules or orders of the District. Permittee has a duty to ensure that the well site is accessible to District representatives for inspection and to cooperate fully in any reasonable inspection of the well(s) and well site by District representatives.

22 Additional Conditions

This permit is issued subject to the requirements of: (1) Chapter 8821, Texas Special District Local Laws Code; (2) Chapter 36, Texas Water Code, as may be amended; and (3) the District's Rules, as may be amended.

23 Enforcement

The District retains the right to take any and all enforcement actions within its legal authority to enforce compliance with the terms and conditions of this permit.

**SOUTHERN TRINITY GROUNDWATER CONSERVATION DISTRICT
COUNTY OF MCLENNAN, STATE OF TEXAS**

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This permit is issued subject to the continuing jurisdiction of and supervision by the District, and may be amended from time to time consistent with applicable law, including if the District learns that any of the information set forth in this permit is incorrect on the date issued.

25 Permit Recordation

Within 30 days of the date of issuance of this approved permit from the District, Permittee shall record this permit with the County Clerk of every county in which the well(s) or place of use are located and provide a copy of the recorded permit to the District.

26 References to Law

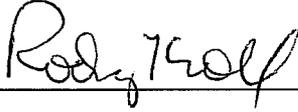
Any reference in this permit to a statute, rule, or other law of any kind, that exists on the date of issuance of the permit includes all subsequent amendments and additions thereto.

27 Other Matters Denied

All other matters requested in Permittee's application that are not specifically granted by this permit are denied.

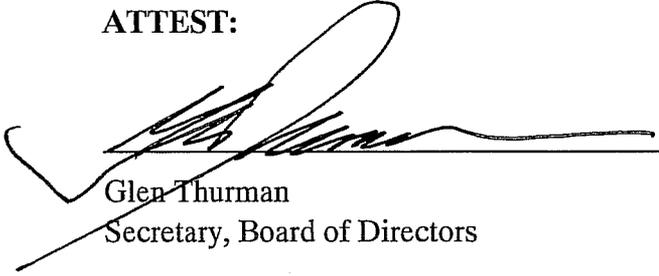
**SOUTHERN TRINITY GROUNDWATER CONSERVATION DISTRICT
COUNTY OF MCLENNAN, STATE OF TEXAS**

THIS PERMIT IS ISSUED, EXECUTED THIS 30th day of November, 2010, by the Board of Directors of the Southern Trinity Groundwater Conservation District.



Rodney Kroll,
President, Board of Directors

ATTEST:



Glen Thurman
Secretary, Board of Directors

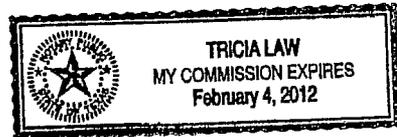
ACKNOWLEDGMENT

STATE OF TEXAS)
COUNTY OF MCLENNAN)

ON BEHALF OF THE DISTRICT, THIS PERMIT WAS ACKNOWLEDGED before me on November 30, 2010, by Rodney Kroll, President, Board of Directors, Southern Trinity Groundwater Conservation District, a groundwater conservation district created pursuant to Article XVI, Section 59, Texas Constitution.



Notary Public in and for the State of Texas



AFTER RECORDING RETURN TO:

Tricia Law, General Manager
Southern Trinity Groundwater Conservation District
P. O. Box 2205
420 North 6th Street
Waco, Texas 76703

FILED AND RECORDED

OFFICIAL PUBLIC RECORDS

J.A. Andy Harwell

December 27, 2010 09:53:36 AM

2010039652

FEE: \$27.00

J.A. "Andy" Harwell County Clerk

McLennan County TEXAS

2010 DEC 27 09:53:36 AM
J.A. "Andy" Harwell
McLennan County Clerk
McLennan County, Texas

AFFIDAVIT

THE STATE OF TEXAS

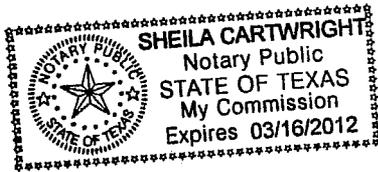
§
§
§

COUNTY OF MCLENNAN

BEFORE ME, the undersigned authority, on this day personally appeared Wesley Carter, who being duly sworn, upon oath deposes and says:

“My name is Wesley Carter. I represent Cargill (if applicable). I am over 18 years of age, competent to make this affidavit, and am familiar with the facts herein stated and believe them to be true.

I have substantially complied with the requirements of the Southern Trinity Groundwater Conservation District’s Rules to provide notification by first class mail to landowners, well owners and well operators within one half-mile of the well or wells for which I or the entity I represent seek(s) a Historic Use Production Permit. Such notification was made not less than 10 days before the public hearing scheduled to consider the application for a Historic Use Production Permit.”



Wesley Carter
Affiant

Sworn to and subscribed before me on this 22nd day of November, 20 10.

Sheila Cartwright
Notary Public in and for the State of Texas

Southern Trinity Groundwater Conservation District

P. O. Box 2205
Waco, Texas 76703
254 759-5610

December 8, 2010

Cargill Meat Solutions
2510 East Lakeshore Drive
Waco, Texas 76705

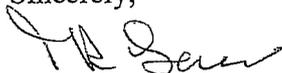
RE: HUPP-2010-024

The Historic Use Production Permit for Cargill Meat Solutions has been filed in McLennan County.

Enclosed you will find copies of the original filed Permit issued on June 30, 2010 and a copy of the permit with original signatures.

If you have any questions, please contact me.

Sincerely,



Tricia K. Law
General Manager



SOUTHERN TRINITY GROUNDWATER CONSERVATION DISTRICT
COUNTY OF MCLENNAN, STATE OF TEXAS

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|--|--------------------------------------|--------------------------------|
| Cargill Meat Solutions W97D 07M 28S | 600 | N31D 36M 33S / |

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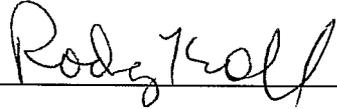
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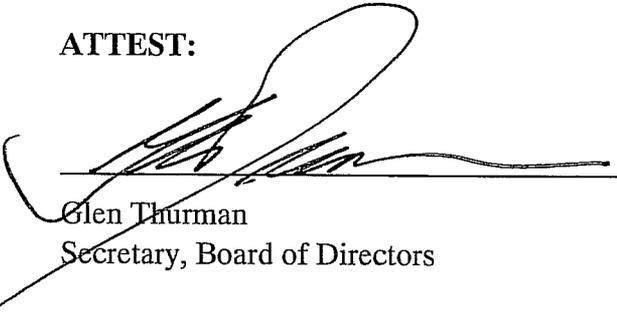
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COUNTY OF MCLENNAN, STATE OF TEXAS**

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Rodney Kroll,
President, Board of Directors

ATTEST:

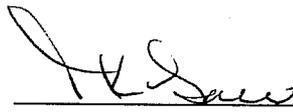


Glen Thurman
Secretary, Board of Directors

ACKNOWLEDGMENT

STATE OF TEXAS)
COUNTY OF MCLENNAN)

ON BEHALF OF THE DISTRICT, THIS PERMIT WAS ACKNOWLEDGED before me on November 30, 2010, by Rodney Kroll, President, Board of Directors, Southern Trinity Groundwater Conservation District, a groundwater conservation district created pursuant to Article XVI, Section 59, Texas Constitution.



Notary Public in and for the State of Texas

AFTER RECORDING RETURN TO:

Tricia Law, General Manager
Southern Trinity Groundwater Conservation District
P. O. Box 2205
420 North 6th Street
Waco, Texas 76703



FILED AND RECORDED

OFFICIAL PUBLIC RECORDS

J.A. Andy Harwell

December 03, 2010 10:42:44 AM

2010037265

FEE: \$27.00

J.A. "Andy" Harwell County Clerk

McLennan County TEXAS

Southern Trinity Groundwater Conservation District

P. O. Box 2205

Waco, Texas 76703

Phone 254 759-5610 Fax 254 754-9480 e-mail southerntrinitygcd@att.net

**Notice of Administrative Completeness for
For Historic Use Production Permit (HUPP) Application, Technical Summary, and
General Manager's Proposed Action on Historic Use Production Permit Application**

November 17, 2010

Cargill Meat Solutions
2510 East Lakeshore Drive
Waco, Texas, 76705

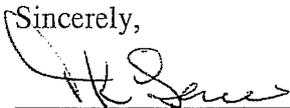
RE: Application No. HUPP-2010-024

Please be advised that the Southern Trinity Groundwater Conservation District (the "District") received your Historic Use Production Permit Application. Pursuant to §9.207 of the District's Rules, the District's general manager has reviewed your application and has determined that the application is administratively complete. The general manager has conducted a technical review of the application and will recommend to the District's Board of Directors that it consider issuing the Historical Use Production Permit for an annual production of groundwater not to exceed 557.9882 acre-feet. Attached to this letter is a copy of the Technical Summary, the proposed draft permit, and notice of the permit hearing date and location.

Also attached to this letter is a list of names, if any were found by the District, of well owners that may own a well or wells in the Trinity Aquifer that are located within ½ mile radius of the well or wells that you listed in your HUPP application. This list may not be complete, but Rule §9.219(e) requires that you provide by first class mail a copy of the hearing notice to any owner of a well within ½ mile radius of the well or wells that you listed in your HUPP application. The notice(s) must be mailed at least 10 days prior to your hearing date. You are also required to provide to the District, prior to your hearing date, a copy of the attached affidavit regarding your requirement to provide notification by first class mail to landowners, well owners and well operators within one half-mile of the well or wells owned by Cargill Meat Solutions.

If you have any questions concerning this matter, please call me at (254) 759-5610. Please keep this letter as a permanent record for your file.

Sincerely,



Tricia K. Law, General Manager
Southern Trinity Groundwater Conservation District

- Attachments: 1) Technical Summary
2) Affidavit
3) Draft of Proposed Historic Use Production Permit
4) Notice of Hearing

Technical Review Summary

Well Owner: Cargill Meat Solutions,
2510 East Lakeshore Drive,
Waco, Texas, 76705

Application Summary For HUPP-2010-024:

Aquifer: Trinity
Annual production of groundwater not to exceed: 557.9882 acre-feet
Year of Maximum Historic Use: 2008
Hearing Group: 4

Location of Each Point of Withdrawal:

Latitude/Longitude (NAD83):
N31D 36M 33S / W97D 07M 28S

Reasons and Technical Basis for Recommended Action

The applicant submitted documentation other information that, in the opinion of the General Manager, reasonably showed evidence of Historical Use Production from the Trinity Aquifer of 557.9882 acre-feet during the calendar year of 2008.

Proposed Purpose of Use

All groundwater produced under the proposed permit is restricted to Municipal Use within the Applicant's Water Service Area as defined by the Applicant's Certificate of Convenience and Necessity 1550118 issued by the Texas Commission on Environmental Quality.

General Manager May Modify Recommendations or Request Additional Information

The General Manager of the District may at anytime modify her recommendations to the Board of Directors regarding the proposed permit or this technical summary or request additional information from the applicant.

Request for Contested Case Hearing

HUPP applicants or affected persons may file a written request for a contested case hearing on the proposed HUPPs with the District by no later than at 9:00 a.m. five days prior to the hearing date. If no timely requests for contested case hearing are filed, the applications will be presented to the District on the date of the hearing for final action.

HISTORIC USE PRODUCTION PERMIT

THIS CERTIFIES THAT: Cargill Meat Solutions
2510 East Lakeshore Drive
Waco, Texas 76705
Phone:

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| Cargill Meat Solutions | N31D 36M 33S / W97D 07M 28S | 600 |

Measurement of Amount of Groundwater Withdrawn

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Place of Use

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SOUTHERN TRINITY GROUNDWATER CONSERVATION DISTRICT

P. O. Box 2205
 420 North 6th Street
 Waco, Texas 76703

Phone: (254) 759-5610 southerntrinitygcd@att.net

APPLICATION FOR HISTORIC USE PRODUCTION PERMIT

Part A – General Information

Instructions: Please type or print legibly. Incomplete applications will not be accepted. Application Fee Required: A non-refundable application fee of \$1,000 must accompany this application. Only checks or money orders made payable to “Southern Trinity Groundwater Conservation District” will be accepted. **CASH IS NOT ACCEPTED.**

| | | | |
|--|--|--|---|
| 1. Applicant Information | <input type="checkbox"/> Individual | <input type="checkbox"/> Partnership | <input checked="" type="checkbox"/> Corporation |
| | <input type="checkbox"/> Government Entity | <input type="checkbox"/> Estate/Trust/Guardianship | |
| Permit Applicant's Name: Cargill Meat Solutions | | | |
| Physical Address: 2510 East Lakeshore Drive | | | |
| City: Waco | State: Texas | Zip Code: 76705 | |
| Mailing Address, (if different): Same | | | |
| City: | State: | Zip Code: | |
| Daytime Telephone Number: Fax: NA | | | |
| Email Address (if any): NA | | | |
| 2. Name of Authorized Agent (if any): Dalores Paar | | | |
| Position: EHS Coordinator | | | |
| Physical Address: 2510 E. Lakeshore Drive | | | |
| City: Waco | State: TX | Zip Code: 76705 | |
| Mailing Address (if different): 2510 E. Lakeshore Drive | | | |
| City: Waco | State: TX | Zip Code: 76705 | |
| Daytime Telephone Numbers of Authorized Agent: 254-412-3438 Fax: 254-799-1520 | | | |
| Email for Authorized Agent (if any): dalores_paar@cargill.com | | | |
| RECEIVED APR 27 2010 BY: <i>[Signature]</i> | | RECEIVED APR 27 2010 BY: <i>[Signature]</i> | |
| Date Application Received: | Date Admin. Fee Received: | Amount of Fee: 1000.00 | |

X

Historic Groundwater Use and Production Information.

3. Purpose of Historic Use: The purpose(s) for which the groundwater was used during the Historic Use Period. Irrigation Municipal Industrial
 Other (If Other, describe specifically):

4. Purpose of Future Use: Same

5. Is the place of use within the District boundaries: Yes No

6. If you answered No to Item 5, has a groundwater exportation permit been applied for or obtained from the District or is there a groundwater export agreement or contract in effect prior to January 7, 2010? Yes No

7. If you answered Yes to Item 6, please describe the parties to the agreement, the location outside of the District that the water is used, the amount use, and pipeline route.

8. Completely describe the place of use of groundwater withdrawn from the well:
 Cargill Meat Solutions Waco, TX - Meat Processing Facility and Associated Functions

9. If groundwater was withdrawn from the well or placed to a beneficial use by a contract user or predecessor in interest, then provide the name, address, and telephone number of each contract user or predecessor in interest, and provide copies of the legal documents establishing the legal right of the contract user or predecessor in interest to withdraw and/or place groundwater from the well to beneficial use.

NA

10. If applicable, provide a copy of the map identifying the boundaries of the applicant's Certificate of Convenience and Necessity (CCN).

11. If applicable, describe the number of connections to be serviced by the well: One

12. Maximum Historic Use. State the amount of water that you claim as your Maximum Historic Use during any one year of the Historic Use Period. Maximum Historic Use means the maximum amount of groundwater that an applicant for a Historic Use Production Permit proves was produced and beneficially used without waste from the applicant's non-exempt well during any one calendar year of the Historic Use Period.

Amount: 181,821,000

Units: Gallons

Year:2008

13. Provide your use amounts for each year groundwater was withdrawn during the Historical Use Period. If no groundwater was withdrawn for a period listed below, place a zero (0) in the appropriate space (typical units are in gallons, 100 gallons, 1000 gallons, or acre-feet).

| | | |
|------|--------------------------------|----------------|
| 2009 | Amount: 119,503,000 | Units: Gallons |
| 2008 | Amount: 181,821,000 | Units: Gallons |
| 2007 | Amount: 140,892,999 | Units: Gallons |
| 2006 | Amount: 146,384,864 | Units: Gallons |
| 2005 | Amount: 112,024,536 | Units: Gallons |
| 2004 | Amount: 110,466,000 | Units: Gallons |
| 2003 | Amount: Accurate # Unavailable | Units: Gallons |
| 2002 | Amount: Accurate # Unavailable | Units: Gallons |
| 2001 | Amount: Accurate # Unavailable | Units: Gallons |
| 2000 | Amount: Accurate # Unavailable | Units: Gallons |

14. Attach documents to substantiate your claim of Maximum Historic Use. Documentation may include, but is not limited to: production logs showing amount of water pumped, copies of reports to the Texas Commission on Environmental Quality, the Texas Water Development Board, or the Texas Department of Health; reports filed with or created by the Natural Resource Conservation Service or Farm Services Agency or aerial photographs; reports filled with or created by soil and water conservation districts; fuel and electricity use records; and calculations used to estimate well discharge rates if the well discharge is not metered. The purpose of supporting documentation is to substantiate your declaration. The information you provide should be labeled, indexed and in a form that can be easily reviewed by the District.

15. Will the proposed use of water unreasonably affect existing groundwater and surface water resources or existing permit holders? Yes No

16. Is the proposed use of water dedicated to a beneficial use? Yes No

17. Is the proposed use of water consistent with the District's management plan? Yes No

STATE OF TEXAS §

§

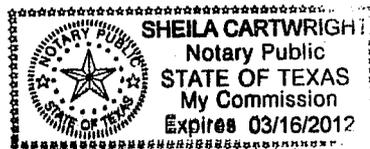
COUNTY OF §

BEFORE ME, a notary public, on this day personally appeared: Wesley Carter
_____ who stated that: (1) he/she has read the
foregoing application and any supporting attachments and that the statements contained
therein are true and accurate; and (2) that he/she is duly authorized to sign this
application on behalf of the permit applicant.

Subscribed and sworn to before me on this 27th day of April, 2010.

Sheila Cartwright

Notary Signature



**STATEMENT OF COMPLIANCE WITH DISTRICT GROUNDWATER
MANAGEMENT PLAN, DISTRICT RULES, AND COMMITMENT TO WATER
CONSERVATION AND WATER QUALITY PROTECTION**

Please check all that apply:

- Applicant will comply with the District's Groundwater Management Plan.
- Applicant is in compliance with all applicable District rules in effect since December 7, 2007 and will comply with the District's rules.
- Applicant agrees to avoid waste and achieve water conservation.
- Applicant agrees to use reasonable diligence to protect groundwater quality and will follow the District's well plugging guidelines at the time of well closure.
- Applicant affirms that activities constituting the purpose of use for which the groundwater will be beneficially used will be managed to preserve, protect, prevent the pollution, degradation, or harmful alteration of, control and prevent the waste of, prevent the escape of groundwater from, and achieve the conservation of groundwater in and produced from, the aquifer.

CERTIFICATION†

I, the undersigned applicant, subscribe and affirm that the information provided herein is true and correct. I also understand that it shall be considered to be a fraud upon the District for any applicant to knowingly give erroneous information in this application.

Signed: Wesley Carter

Date: 27 Apr 10

Printed Name: Wesley Carter

Title: Complex General Manager

† If the applicant is an individual, the application shall be signed by the applicant or a duly appointed agent. An agent shall provide written evidence of his or her authority to represent the applicant. If the applicant is an individual doing business under an assumed name, the applicant shall attach to the application an assumed name certificate filed with the county clerk of the county in which the principal place of business is located or with the Texas Secretary of State.

A joint application shall be signed by each applicant or each applicant's duly authorized agent with written evidence of such agency submitted with the application. If a well or proposed well is owned by both husband and wife, each person shall sign the application. Joint applicants shall select one among them to act for and represent the others in pursuing the application with the District with written evidence of such representation to be submitted with the application.

If the application is by a partnership, the application shall be signed by one of the general partners. If the applicant is a partnership doing business under an assumed name, the applicant shall attach to the application an assumed name certificate filed with the county clerk of the county in which the principal place of business is located or with the Texas Secretary of State. The name of the partnership must be followed by the words "a partnership." If the applicant is an estate or guardianship, the application shall be signed by the duly appointed guardian or representative of the estate and a current copy of the letters testamentary issued by the court shall be attached to the application.

If the applicant is a corporation, public district, county, municipality or other corporate entity, the application shall be signed by a duly authorized official. Written evidence in the form of bylaws, charters, or resolutions specifying the authority of the official to take such action shall be submitted along with the application. A corporation may file a corporate affidavit as evidence of a corporate official's authority to sign.

If the applicant is acting as trustee for another, the applicant shall sign as trustee and in the application shall disclose the nature of the trust agreement and give the name and current address of each trust beneficiary. The application must designate the trustee's name followed by the word "trustee," and the name of the trust for which the trustee is acting.

STGWCD- HUPP Application - Part B – Well Information (one form per well)

| | | | |
|--|------------|--|------------------|
| 1. Applicant Name: Cargill Meat Solutions | | | |
| 2. Well Identifier or Well Name: Cargill Meat Solutions | | | |
| 3. System Name: Cargill Meat Solutions | | | |
| 4. TCEQ System ID Number: PWS 1550118 | | | |
| 5. If applicable, please attach a copy of the applicant's most recent water conservation plan and drought contingency plan prepared for TCEQ. | | | |
| 6. TWDB ID Number: 4032106 | | | |
| 7. Aquifer(s) or formations in which the well is screened: Travis Peak | | | |
| 8. Address of the property upon which the well is located: 2510 East Lakeshore Drive, Waco, TX | | | |
| 9. Well Location: | Latitude: | 31 D | 36 M 32.7378 S |
| | Longitude: | -97 D | 7 M 27.6456 S |
| 10. Identify any surface water, including lakes or rivers within 1,000 feet of the well: Brazos River | | | |
| 11. Well or Driller's Log. Please attach a copy of the State Well Report and, if available, any geophysical logs for the well. | | | |
| 12. Please attach a photograph of the well taken approximately 100 feet from the well. | | | |
| 13. Please attach a copy of a recorded deed or other legal document verifying the applicant's ownership of the well. Disregard this requirement if the deed was sent with your Application for Interim Production Status and there has been no change. | | | |
| 14. Year well drilled: 1965 Year well completed and operational: 1965 | | | |
| 15. Pump Information: Pump Make and Model: Centrilift M-625 HPHVLARCFERGS | | | |
| Pump power source: <input checked="" type="checkbox"/> Electric <input type="checkbox"/> Diesel <input type="checkbox"/> Natural Gas <input type="checkbox"/> Other | | | |
| Casing Material <input checked="" type="checkbox"/> Steel <input type="checkbox"/> PVC | | | |
| Size of well casing: 10 inches | | Inside diameter of column pipe: 6 inches | |
| 16. The maximum rate at which water can be withdrawn from the well: 600 gpm | | | |
| 17. Flow Meter Make and Model: Water Specialties 6" ML-19 | | | |
| Serial Number: 990911-6 | | Meter Units: 392gpm | |
| Meter reading end of 2008: Amount: 668968000 | | Units: Gallons | Date: 12/31/2008 |
| Meter reading end of 2009: Amount: 788471000 | | Units: Gallons | Date: 12/31/2009 |

Cargill Meat Solutions Corporation

Contract Signing Authority for Cargill Value Added Meats, Retail
September 15, 2009

| Where authority given | Description of Authority | Who |
|---|--|---|
| Binding Contract Authority Resolution dated June 6, 2008 | All binding contract authority, for and on behalf of the Company, including authority to bind the Company in real estate matters, is hereby limited to the following officers and controllers of the Company: President Vice President Business Unit Controller | <ul style="list-style-type: none"> • Steve Willardsen, BU Leader • Ronda Eisenhower, BU Controller • Kevin Sheehan, VP & Business Mgr, Further Processed & Case Ready Products • Andy Southerly, VP, CVAM • Tim Maupin, VP Ag Operations • Dave Barocco, VP, Retail Turkey & Deli Sales • Karen Stewart, VP, Retail Deli Sales |
| Binding Contract Authority Resolution dated June 6, 2008 | Notwithstanding the foregoing resolution, authority is hereby given to the ranking General Manager or Plant Manager of each Company location to execute contracts and bind the Company, and such authority is hereby limited to only those contracts relating to the operation of their respective locations. | Authorized to sign for contracts <i>for their plants only</i> : <ul style="list-style-type: none"> • Milt McPike, AVP & GM, Dayton • Randall Batson, Complex Manager, Timberville • Neal Snoddy, AVP & GM, Mt. Crawford • Wesley Carter, Complex Manager, Waco • Bobby Harris, Complex Manager, CalMo • Shane Acosta, Complex Manager, Springfield • Mitch Lebrasseur, Complex Manager, Neb City • Michael Dandrea, Complex Manager, Albert Lea |
| Corporate Resolution Dated November 14, 2007 Dated July 11, 2008 | The following persons are authorized to sign contracts on behalf of the Cargill Value Added Meats [Retail] business unit: Todd C. Fawver, Assistant Vice President and National Retail Sales Manager, Cargill Value Added Meats Patrick J. Sugrue, Assistant Vice President, Deli Sales and Business Manager | <ul style="list-style-type: none"> • Todd C. Fawver • Patrick J. Sugrue |

Cargill Turkey Production, LLC

Contract Signing Authority for Cargill Value Added Meats Business Unit

July 1, 2008

| | | |
|--|--|---|
| <p>Binding Contract Authority Resolution dated October 26, 2007</p> | <p>All binding contract authority, for and on behalf of the Company, is hereby limited to the following officers of the company:</p> <p style="text-align: center;">President Vice President Controller/Treasurer</p> <p>Notwithstanding the foregoing resolution, additional binding contract authority is hereby given as follows:</p> <p>To the Applicable Location Ag Manager -Location specific service and equipment lease and purchase contracts for copiers, office cleaning and related contracts that do not exceed three years during and where the annual value of the contract is \$20,000 or less</p> <p>Jointly by Location Ag Manager and Location Ag Controller – Location specific grower contract renewals for up to 18 months in length and for no more than 6 flocks.</p> | <ul style="list-style-type: none"> • Steve Willardsen, President • Tim Maupin, VP • Dennis Fullbright, Controller/Treasurer <p><u>California, MO</u> Roger Eckhoff, Ag Manager Connie Katschman, Ag Controller</p> <p><u>Harrisonburg, VA</u> Patrick Evick, Ag Manager Lee Ann Wittig, Ag Controller</p> <p><u>Springdale, AR</u> Jason Witt, Ag Manager Brenda Roe, Ag Controller</p> <p><u>Waco, TX</u> Keith Wingert, Ag Manager RJ Finazzo, Ag Controller</p> |
|--|--|---|

From: Carter, Wesley - Wesley_Carter@cargill.com
Sent: Wednesday, April 21, 2010 1:44 PM
To: Paar, Dalores - Dalores_Paar@cargill.com
Subject: FW: Questions about Deed and Signing Authority for the Waco Complex

From: Dingmann, Jennifer - Jennifer_Dingmann@cargill.com
Sent: Tuesday, April 20, 2010 3:23 PM
To: Carter, Wesley - Wesley_Carter@cargill.com
Subject: RE: Questions about Deed and Signing Authority for the Waco Complex

Per the Cargill Meat Solutions Corporation's Corporate Resolution (CMSC owns the property and will have to sign the application), it states:

RESOLVED FURTHER, That notwithstanding the foregoing resolution, authority is hereby given to the ranking General Manager or Plant Manager of each Company location to execute contracts and bind the Company, and such authority is hereby limited to only those contracts relating to the operation of their respective locations.

Therefore, you have authority to sign the document ☺

Please let me know if you need any further assistance in obtaining your permit.

Jenn Dingmann

Senior Real Estate Paralegal
Cargill, Incorporated
Law Dept./MS-24
15407 McGinty Road West/MS-24
Wayzata, MN 55391-5624
Direct Phone: 952-742-5049
Cargill Internal RNET: 855-25049
Direct Fax: 952-367-1228 or Dept. Fax: 952-742-6349
Email: jennifer_dingmann@cargill.com



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From: Carter, Wesley - Wesley_Carter@cargill.com
Sent: Wednesday, April 14, 2010 11:17 AM
To: Dingmann, Jennifer - Jennifer_Dingmann@cargill.com
Subject: FW: Questions about Deed and Signing Authority for the Waco Complex

Yes Ma'am, that is the address that is used for deliveries. We also use 2510 E. Lakeshore Drive as a business address. I have attached a document with the CMS signing authority. I got it this morning.

Hope this helps and thanks for responding so quickly.

From: Dingmann, Jennifer - Jennifer_Dingmann@cargill.com
Sent: Wednesday, April 14, 2010 11:11 AM
To: Carter, Wesley - Wesley_Carter@cargill.com
Cc: Wade, Connie - Connie_Wade@cargill.com
Subject: FW: Questions about Deed and Signing Authority for the Waco Complex

Wesley,

Bill forwarded your below email to me. In order for me to pull the file and get a copy of the deed, please confirm this is for 3130 Gholson Road, Waco TX. I will check on your ability to sign the permit and get back to you.

Will you please provide me with a copy of the application when you have a chance? Either send via fax or email.

Thanks.

Jenn Dingmann

Senior Real Estate Paralegal
Cargill, Incorporated
Law Dept./MS-24
15407 McGinty Road West/MS-24
Wayzata, MN 55391-5624
Direct Phone: 952-742-5049
Cargill Internal RNET: 855-25049
Direct Fax: 952-367-1228 or Dept. Fax: 952-742-6349
Email: jennifer_dingmann@cargill.com



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From: Carter, Wesley - Wesley_Carter@cargill.com
Sent: Wed 4/14/2010 8:20 AM
To: Robison, William P. - William_Robison@cargill.com
Subject: Questions about Deed and Signing Authority for the Waco Complex

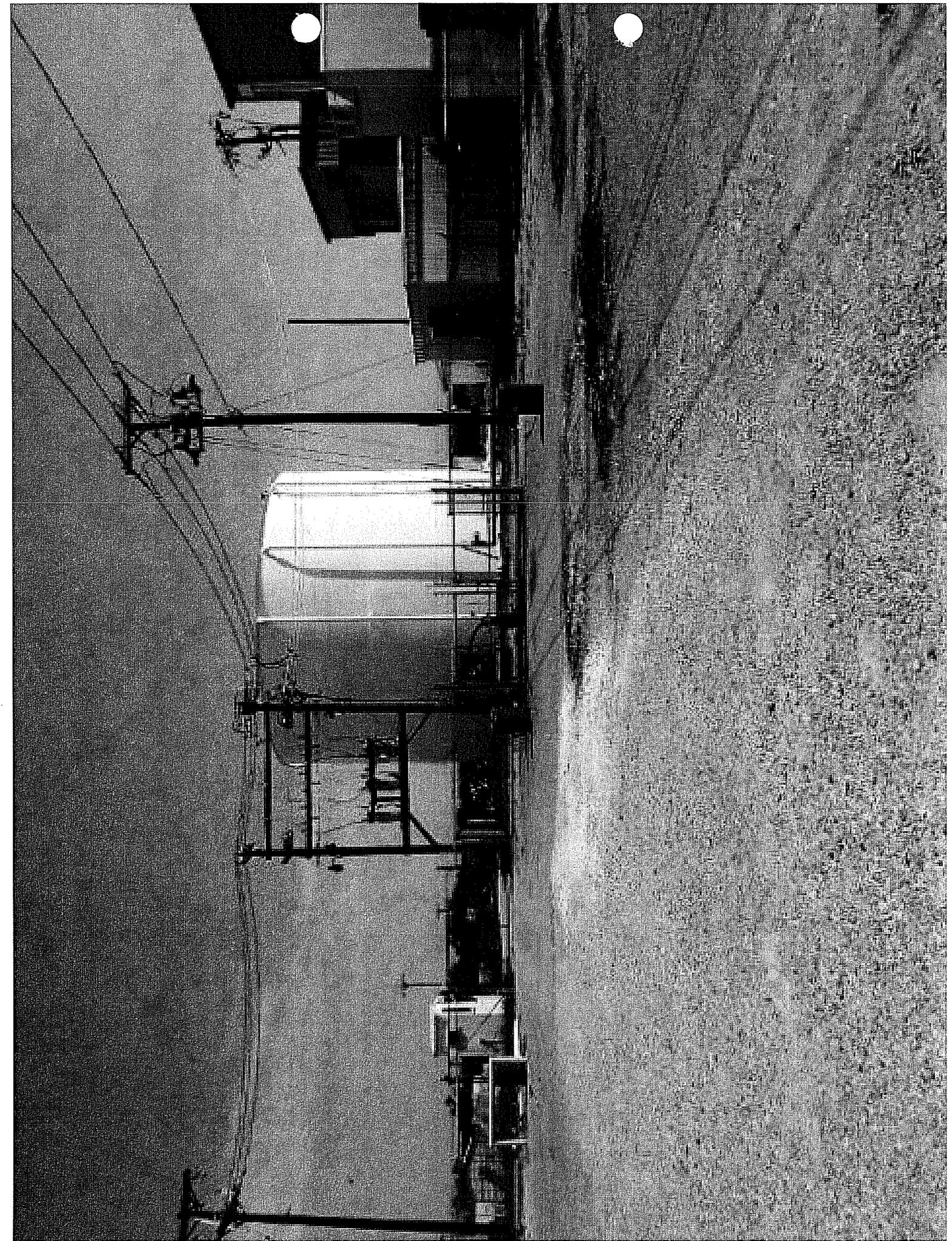
Bill,

We are required to gain a permit from the Southern Trinity Groundwater Conservation District and we need a few items to complete the application. First we a copy of a recorded deed or other legal document verifying that we have ownership of the well that is onsite and we need a document showing that I am authorized to sign this application. If I am not authorized, then we will need to determine who should sign this document and will need to provide the same documentation for that person. The applications states that the corporation may file a corporate affidavit as evidence of a corporate official's authority to

sign. This is somewhat time sensitive, as we need to have the application completed and submitted by the first of May.

Wesley Carter | Complex General Manager | Cargill Value Added Meats Waco | 254-412-3530
Everyone has an opportunity to be great because everyone has an opportunity to serve
Martin Luther King Jr.

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Cargill Meat Solutions Corporation
 4340 18th Ave SW
 Fargo, ND 58103 PH: 1-800-513-1098

JPMorgan Chase Bank, N.A.
 Columbus, OH

56-1544
 441

| | |
|-----------------------------|---------------------|
| MM/DD/YY 04/14/10 | Number 203062769 |
| Amount \$*****\$1,000.00 | |

One Thousand and NO/100 Dollars

Pay to **SOUTHERN TRINITY GROUNDWATER**
 The order **CONSERVATION DISTRICT**
 of **PO BOX 2205**
WACO TX 76703

Dayle L. Whitson

⑈ 203062769 ⑈ ⑆ 044115443 ⑆ 634867543 ⑈

REMITTANCE STATEMENT

000010
 503424 Financial Service Center

| | | | | | |
|--------|----------|------|----------|-----------|-----------|
| VENDOR | 51250440 | DATE | 04/14/10 | PAYMENT # | 203062769 |
|--------|----------|------|----------|-----------|-----------|

| Vendor Ref#/Invoice # | Purchase Location | PO#/Ref# | Voucher# | Invoice Amount | Discount | Sales Tax | Net Amount | Description |
|-----------------------|---------------------------|------------|------------|----------------|----------|-----------|------------|-------------------|
| PERMIT :09158 | Turkeys-Waco Deli Food Se | UM40365884 | PX01745454 | 216.40 | | | 216.40 | PRODUCTION PERMIT |
| PERMIT :09158 | Turkeys-Waco Deli Food Se | UM40365884 | PX01745455 | 154.50 | | | 154.50 | PRODUCTION PERMIT |
| PERMIT :09158 | Turkeys-Waco Deli Food Se | UM40365884 | PX01745456 | 6.20 | | | 6.20 | PRODUCTION PERMIT |
| PERMIT :09158 | Turkeys-Waco Deli Food Se | UM40365884 | PX01745457 | 58.90 | | | 58.90 | PRODUCTION PERMIT |
| PERMIT :09158 | Turkeys-Waco Deli Food Se | UM40365884 | PX01745458 | 107.50 | | | 107.50 | PRODUCTION PERMIT |
| PERMIT :09158 | Turkeys-Waco, TX Operatio | UM40365884 | PX01745453 | 456.50 | | | 456.50 | PRODUCTION PERMIT |

RECEIPT

DATE 4-27-10 No. 248720

RECEIVED FROM Cargill Meat Solutions \$ 1000.00

One thousand & 00/100 DOLLARS

FOR RENT
 FOR AWPP Application - AWPP-2010-024

| | | |
|----------|--|--|
| ACCOUNT | | <input type="radio"/> CASH |
| PAYMENT | | <input type="radio"/> MONEY ORDER |
| BAL. DUE | | <input checked="" type="radio"/> CHECK |
| | | <input type="radio"/> CREDIT CARD |

FROM # 203062769
 BY [Signature]

1182

If you have any questions, please call the
 Financial Service Center at 1-800-513-1098.

STATEMENT

000010
503424

Financial Service Center

DOR 51250440

DATE 04/14/10

PAYMENT # 203062769

| Vendor Ref#/Invoice # | Purchase Location | PO#/Ref# | Voucher# | Invoice Amount | Discount | Sales Tax | Net Amount | Description |
|-----------------------|---------------------------|------------|------------|----------------|----------|-----------|------------|-------------------|
| PERMIT :09158 | Turkeys-Waco Deli Food Se | UM40365884 | PX01745454 | 216.40 | | | 216.40 | PRODUCTION PERMIT |
| PERMIT :09158 | Turkeys-Waco Deli Food Se | UM40365884 | PX01745455 | 154.50 | | | 154.50 | PRODUCTION PERMIT |
| PERMIT :09158 | Turkeys-Waco Deli Food Se | UM40365884 | PX01745456 | 6.20 | | | 6.20 | PRODUCTION PERMIT |
| PERMIT :09158 | Turkeys-Waco Deli Food Se | UM40365884 | PX01745457 | 58.90 | | | 58.90 | PRODUCTION PERMIT |
| PERMIT :09158 | Turkeys-Waco Deli Food Se | UM40365884 | PX01745458 | 107.50 | | | 107.50 | PRODUCTION PERMIT |
| PERMIT :09158 | Turkeys-Waco, TX Operatio | UM40365884 | PX01745453 | 456.50 | | | 456.50 | PRODUCTION PERMIT |

If you have any questions, please call the
Financial Service Center at 1-800-513-1098.

XA-1958 (7/05)

REC

FOR RENT
 FOR ANUP Application - ANUP-2010-034

| | | |
|----------|--|--|
| ACCOUNT | | <input type="radio"/> CASH |
| PAYMENT | | <input type="radio"/> MONEY ORDER |
| BAL. DUE | | <input checked="" type="radio"/> CHECK |
| | | <input type="radio"/> CREDIT CARD |

FROM # 203062769
BY: ik Saw

edens 1182

If you have any questions, please call the
Financial Service Center at 1-800-513-1098.



Tricia Law
District Administrator
Southern Trinity Groundwater Conservation District
PO Box 2205
420 N. 6th St.
Waco, TX 76703
254-759-5610
southerntrinitygcd@att.net

Dear Tricia Law,

Attached are the documents for Cargill Meat Solutions one well for the Historic Use Production Permit (HUPP).

Please contact me if there are any problems or questions with the Application or Required Documents.

Please also find the necessary paperwork included as listed below.

Thank you,

Dalores Paar
EHS Coordinator
Cargill Meat Solutions
2510 E. Lakeshore Dr.
Waco, TX, 76705
254-412-3438
Dalores_paar@cargill.com

Cc

HUPP Part A

HUPP Part B

Substantiation documents of well water usage reports that were available.

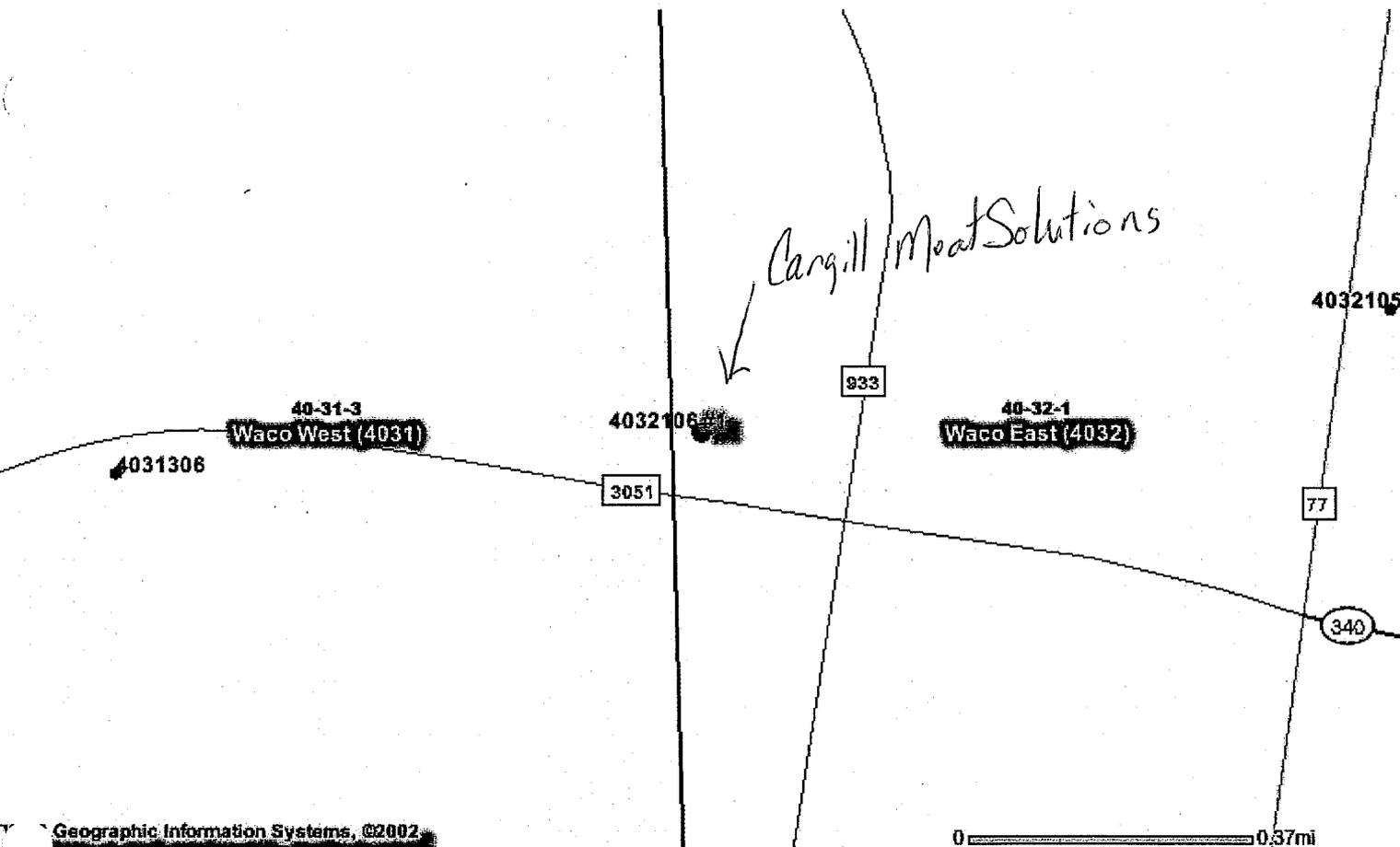
Statement Document regarding Non – Applicability of Water Conservation Plan and Drought Contingency Plan

Well Driller's Log and/or State Well Report

Photograph of Well

Copy of Recorded Deed or Other Legal Document Verifying Ownership of the Well

Written Evidence of Duly Authorized Official



KAR WATER DEVELOPMENT BOARD

WELL SCHEDULE

Aquifer: Travis Peak F. Field No. TS-ST-37 (E-log) State Well No. 4032106
 Owner's Well No. Plantation County McJennan

- Location: 1/4 1/4 Sec. Block Survey
See sketch of 3.0 miles North along FM 933 from US 94; 0.2 mi west of F-11933
- Owner: Plantation Foods Inc. Address: PO Box 77 Waco Texas
Beacon White Plant Mgr. Address: Waco - Austin
 Driller: Smith & Bradshaw Pump Co.
- Elevation of LSO is 440 ft. above sea, determined by LSA
- Drilled: 6-9-1965; Dug, Cattle Tool, Rotary
- Depth: Rept. 2255 ft. Meas. _____ ft.
- Completion: Open Hole, Straight Wall, Underreamed, Gravel Packed
- Pump: Mfr. _____ Type _____
 No. Stages _____, Bore Dia. _____ in., Suction _____ ft.
 Column Dia. _____ in., Length Sealpipe _____ ft.
- Motor: Fuel _____ Make & Model _____ HP _____
- Yields: Flow _____ gpm, Pump _____ gpm, Meas., Rept., Est. _____
- Performance Test: Date _____ Length of Test _____ Made by _____
 Static Level _____ ft., Pumping Level _____ ft., Drawdown _____ ft.
 Production _____ gpm Specific Capacity _____ gpm/ft.
- Water Level: _____ ft. rept. _____ meas. _____ 19 above/below surface.
 _____ ft. rept. _____ meas. _____ 19 above/below surface.
 _____ ft. rept. _____ meas. _____ 19 above/below surface.
 _____ ft. rept. _____ meas. _____ 19 above/below surface.
- Use: Dom., Stock, Public Supply, Ind., Irr., Waterflooding, Observation, Not Used.
- Quality: (Remarks on taste, odor, color, etc.) _____

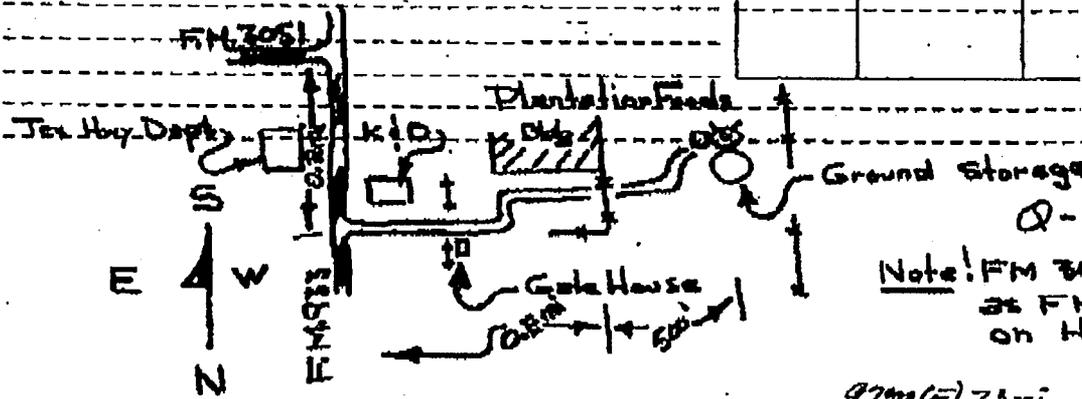
| | | | | | |
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| Cemented From | | | | ft. to | |
|---------------|------|--------------|----|--------|--|
| Diam. (in.) | Type | Setting, ft. | | | |
| | | From | To | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |

File Temp. _____ °F, Date sampled for analysis 8-6-65 Laboratory TS204
 Temp. _____ °F, Date sampled for analysis _____ Laboratory _____
 Temp. _____ °F, Date sampled for analysis _____ Laboratory _____

| WELL SCREEN | | | |
|----------------|------|--------------|----|
| Screen Opening | | Setting, ft. | |
| Diam. (in.) | Type | From | To |
| | | | |
| | | | |
| | | | |
| | | | |

- Other data available or desired: Driller's Log, Radioactivity Log, RAMMER LOG, Formation Samples, Pumping Test, TS-ST-37
- Report by: W.B. Klemf TWDB Date 19 May 1966
 Source of Data F-109
- Remarks: Use 25 million Gallons Per Year (Est)



Q-53
 Note! FM 3051 shown as FM 933 also on Hwy Map

9700 (E) 7.5 mi
 3130 (S) 7.6 mi
 SC
 4032106

2/18/00
 Billy T. Geringer

1 X. White on 00209 Record

CHEMICAL WATER ANALYSIS

Type with (Black ribbon) or Prism Platiny
(soft pencil or black ink)
Do not use ball point pen

TEXAS STATE
1100 WEST 4TH ST
AUSTIN 5, TEXAS

Region II-16-32-106
HEALTH LABORATORIES
Waco - Mc Lennan Co. Health Dept.
2-Addressee

TOWN Waco COUNTY McLennan DATE COLLECTED 8-6-65

Send report to: McLennan County Health Dept.
Waco, Texas
P.O. Box 507, Waco, Texas

OWNERSHIP OF SUPPLY:
PLANTATION

USE: Public Industrial IF SURFACE WATER: Name of Source _____
IF FROM WELL: Depth 10' Age 100 Number 1 POINT OF COLLECTION: Raw Supply Plant Discharge _____ Storage Res. _____ Distribution Other _____
PHYSICAL APPEARANCE: Clear Turbid _____ Colored _____
REMARKS: _____

FOR LABORATORY USE ONLY

CHEMICAL ANALYSIS
(Values reported are for minerals in solution)

KEY PUNCHED

Laboratory No. 67154 Date Received 8-12-65 Date Reported 8-13-65

| | P.P.M. | | P.P.M. |
|-----------|--------------|-------------|---------------|
| Calcium | <u>4</u> | Carbonate | <u>12</u> |
| Magnesium | <u>1</u> | Bicarbonate | <u>409</u> |
| Iron | <u>1.05</u> | Sulphate | <u>7</u> |
| Manganese | <u>20.05</u> | Chloride | <u> </u> |
| Sodium | <u>231</u> | Fluoride | <u>1.1</u> |
| | | Nitrate | <u>20.4</u> |

Specific Conductance Micromhos/cm 1098 Dissolved Residue (T.S.) Calculated 810
Phenolphthalein Alkalinity as CaCO₃ 10
Total Alkalinity as CaCO₃ 355
Total Hardness as CaCO₃ 13

pH 8.1
cc: Wile
Region II
Waco-McLennan County Health Dept.
Dick Taylor, President

| Recommended limits for drinking water (P.P.M.) | |
|--|---------|
| Iron | 0.3 |
| Manganese | 0.05 |
| Sulfate | 250 |
| Chloride | 250 |
| Fluoride | 2.0-4.0 |
| Nitrate | 45 |
| Total Solids | 500 |

4109 rev.

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J. H. Greeninger



TEXAS WATER DEVELOPMENT BOARD

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Charles L. Geren, Member

Craig D. Pedersen
Executive Administrator

Noé Fernández, Vice-Chair
Jack Hunt, Member
Wales H. Madden, Jr., Member

FAX COVER PAGE

RESOURCE INFORMATION OFFICE (RIO)

11/30

DATE)

Billy Gueringer

TO: (Person to Contact)

Plantation Foods

(Company Name)

Deborah Schult

FROM: (Person sending FAX)

TEXAS WATER DEVELOPMENT BOARD

(Company Name)

AUSTIN, TEXAS 78711-3231

CITY, STATE ZIP

CITY STATE

(254) 412-3506

FAX NUMBER

(512) 936 - 0812

RIO FAX NUMBER

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Verify Transmission please call (512) 936 - 0830

RE: 435

SENDER: Deborah

Exercise leadership in the conservation and responsible development of water resources for the benefit of the citizen, economy, and environment of Texas.

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