

Vinson & Elkins

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October 17, 2005

**Via Facsimile (325.676.6229) &
Certified Mail (No. 70012510000081694840)**

Mr. Michael Morrison
Chair, Brazos G Regional Water Planning Group
City of Abilene
P.O. Box 60
Abilene, Texas 79604-0060

Re: Comments on Initially Prepared 2006 Brazos G Regional Water Plan;
Request for Recognition of Water Needs in Region G Plan – Lamshead Ranch

Dear Mr. Morrison:

On May 19, 2005, Matthews Land and Cattle Company (“*MLCC*”) wrote to the Texas Water Development Board (“*TWDB*”) requesting that the water requirements of Lamshead Ranch (“*Lamshead*”) be taken into account and recognized in the revisions to Region G’s Regional Water Plan. A courtesy copy of that letter was provided to you via facsimile on May 19, and another copy is enclosed for your convenience.

By letter dated May 27, 2005, the TWDB responded to MLCC’s request, urging that we present our request to the Region G Planning Group. A copy of TWDB’s response is included for your reference. Given that Region G was copied on our request, we did not file another, duplicative request with the Region. However, now that Region G is accepting public comment on its Initially Prepared 2006 Water Plan, and given the passage of time since we submitted our initial request, MLCC hereby resubmits its request.

As discussed in MLCC’s initial request to the TWDB, Lamshead requires 4,000 acre-feet per year of water from the Clear Fork of the Brazos River, primarily to irrigate hay, wheat, and other cattle-feed crops, and to support its ranching operations. MLCC has initiated informal discussions with the Brazos River Authority regarding its water supply needs and the rights necessary to secure the water on a firm basis annually. In view of the

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anticipated need for a firm water supply from the Clear Fork, we respectfully request that Lamshead's water requirements be taken into account and recognized in the final 2006 Brazos G Regional Water Plan.

If you have any questions regarding this request, please do not hesitate to contact me.

Very truly yours,



Molly Cagle

Enclosures

cc: Mr. David Meeseey (Brazos G Water Planning Group, TWDB)
Ms. Teresa Clark (Brazos River Authority)
Ms. Rebecca Hutcheson (MLCC)

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May 19, 2005

**Via Facsimile (512.475.2053) &
Certified Mail (No. 7001-2510-0000-8168-4735)**

Mr. E.G. Rod Pittman, Chairman
Texas Water Development Board
Stephen F. Austin Bldg.
P.O. Box 13231
1700 N. Congress Avenue
Austin, Texas 78711-3231

Re: Request for Recognition of Water Needs in Region G Plan – Lamshead Ranch

Dear Mr. Pittman:

The following request is submitted on behalf of the Matthews Land and Cattle Company (“*MLCC*”). *MLCC* owns and operates the historic Lamshead Ranch (“*Lamshead*”), a 39,000-acre tract located along the Clear Fork of the Brazos River thirteen miles north of Albany, Texas, on U.S. Highway 283. Lamshead is known throughout Texas and the U.S. for its cattle production; its preservation of native wildlife; and its restoration of the historic Matthews-Reynolds family ranch homes on the property.

Lamshead owns approximately forty miles of riparian land on the Clear Fork of the Brazos River, including twelve miles where Lamshead owns land on both banks of the river. Water from the Clear Fork is critical to Lamshead’s cattle, farming, hunting, and ecological operations, especially during times of extended drought. Since its creation in the 1850s, Lamshead has been using water from the Clear Fork for domestic and livestock purposes. Given that there is no source of potable groundwater on the ranch property, the Clear Fork and, to a much lesser extent, rainwater are Lamshead’s sole sources of water.

Primarily to irrigate hay, wheat, and other cattle-feed crops, and to support its ranching operations, Lamshead requires 4,000 acre-feet per year of water from the Clear Fork. *MLCC* has initiated informal discussions with the Brazos River Authority regarding its water supply needs and the rights necessary to secure the water on a firm basis annually. In

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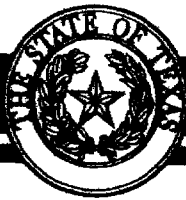
view of the anticipated need for a firm water supply from the Clear Fork, we respectfully request that Lambshead's water requirements be taken into account and recognized in the ongoing revisions to Region G's Regional Water Plan. If you have any questions regarding this request, please do not hesitate to contact me.

Very truly yours,


Molly Cagle

cc: Mr. Jack Hunt (Chairman, TWDB)
Mr. Kevin Ward (Executive Administrator, TWDB)
Ms. Suzanne Schwartz (General Counsel, TWDB)
Mr. Bill Mullican (Deputy Executive Administrator, Office of Planning, TWDB)
Mr. David Meesey (Brazos G Water Planning Group, TWDB)
Mr. Michael Morrison (Chair, Brazos G Regional Water Planning Group)
Ms. Teresa Clark (Brazos River Authority)
Ms. Rebecca Hutcheson (MLCC)

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May 27, 2005

Ms. Molly Cagle, Esq.
Vinson & Elkins LLP
2801 Via Fortuna, Suite 100
Austin, Texas 78746-7568

Re: Your request for water demand revision for Lambshead Ranch

Dear Ms. Cagle:

We received your letter to Chairman Pittman dated May 19, 2005, requesting recognition of surface water demand requirements for Lambshead Ranch and subsequent revision of the demand projections in the Brazos G Regional Water Plan.

As you are aware, passage of Senate Bill 1 in 1997 required that Regional Water Planning Groups (Planning Groups) such as Brazos G prepare regional water plans to meet future water supply needs. The regional water plans, once adopted by the Planning Groups, must go to the Texas Water Development Board (TWDB) for approval. The Planning Groups develop estimates of water demands and supplies for their regions, and then develop strategies to meet projected needs for additional water.

For this reason, I would urge you to present your request to the Brazos G Planning Group for its consideration at their next meeting. If the Planning Group concurs, the demand revision request would be forwarded to the TWDB for approval. Documentation for the increase in projected water demands would be necessary for TWDB approval.

Thank you for bringing this matter to our attention. Please contact Ms. Teresa Clark of the Brazos River Authority, on behalf of the Planning Group at (254) 761-3177, for additional information concerning regional water planning in the Brazos G region.

Sincerely,

J. Kevin Ward
Executive Administrator

c: Ms. Teresa Clark, Brazos River Authority

Our Mission

To provide leadership, planning, financial assistance, information, and education for the conservation and responsible development of water for Texas.

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