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THIRD AMENDMENT TO AGREEMENT REGARDING ADDITIONAL
EXTRACTIONS FROM THE SAN BERNARDINO BASIN AREA

This Third Amendment to Agreement Regarding Additional
Extractions From The San Bernardino Basin Area is entered into
between the San Bernardino Valley Municipal Water District,
hereinafter called "VALLEY DISTRICT," and Western Municipal Water
District of Riverside County, hereinafter called "WESTERN."

R E C I T A L S

On December 22, 1981, the parties hereto entered into an
Agreement providing for additional extractions from the San
Bernardino Basin Area by or on behalf of the City of Riverside
upon the terms and conditions specified therein. Paragraph 8 of
said Agreement provides that it may be amended with mutual
consent of the parties in writing, and the parties desire to
amend the said Agreement to provide for increased extractions for
the calendar year 1988 only.

A G R E E M E N T S

NOW THEREFORE, IT IS AGREED by and between the parties hereto
as follows:

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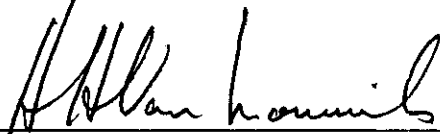
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3. Other Terms and Conditions.

All other terms and conditions of the said Agreement shall remain in effect.

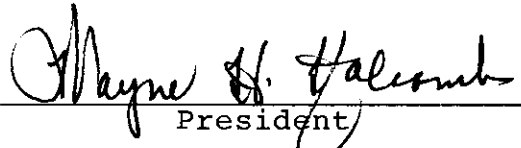
DATED: January 20, 1988.

SAN BERNARDINO VALLEY MUNICIPAL
WATER DISTRICT

By: 
President

By: 
Secretary

WESTERN MUNICIPAL WATER DISTRICT
OF RIVERSIDE COUNTY

By: 
President

By: 
Secretary