

1313 Sherman Street, Room 718 Denver, CO 80203

CONSENT TO ADDITIONAL PARITY

I, Kirk Russell, P.E., Section Chief, Finance Section, Colorado Water Conservation Board, do hereby acknowledge receipt of the Parity Certificate, for the Yuma County Water Authority Public Improvement District (PID), from McMahan and Associates, LLC, Certified Public Accountants, and consent to the execution and issuance of the parity debt.

The Borrower has represented to CWCB that the CWCB's interest in the pledged revenues resulting from the above-referenced parity lien obligation shall be on parity with the CWCB Loan Number C150274, to the Borrower, and in the event of default by the Borrower the Creditor and the CWCB will divide the available assets on a pro-rata basis.

Name: Kirk Russell, P.E., Section Chief

Finance Section

Colorado Water Conservation Board

