PROXY FORM

FOR THE SHARES OF

SHEEP CREEK WATER COMPANY

A CALIFORNIA CORPORATION

PLEASE CAREFULLY READ, SIGN, AND RETURN THIS PROXY FORM TO OUR OFFICE

THE UNDERSIGNED DOES HEREBY	CONSTITUTE AND APPOINT the Secretary of the Board of	
entitled to vote at any meeting of the Stoundersigned is not present, with all the present, upon any business raised during directors. 1. If the Secretary is designated shall a) be voted for the election of the proposals, as shown on the agenda for a Secretary's discretion as to any other matthe above-referenced agenda. 2. If an individual other than undersigned, then this proxy shall be vo	andersigned, with full power of substitution, to represent and vote all shares which the undersigned is entitled to vote at any meeting of the Stockholders occurring during the term of this proxy at which the undersigned is not present, with all the powers which the undersigned would possess if present at such meeting, upon any business raised during the meeting, including, but not limited to, the election of directors. 1. If the Secretary is designated above to serve by proxy for the undersigned, then this proxy shall a) be voted for the election of the nominees to the Board of Directors; b) in favor of the Directors' proposals, as shown on the agenda for any meeting occurring during the term of this proxy; and c) at the decretary's discretion as to any other matter which comes before the meeting and which is not shown on the above-referenced agenda. 2. If an individual other than the Secretary is designated above to serve by proxy for the undersigned, then this proxy shall be voted at the proxy holder's discretion as to all matters which come before the meeting, except that the proxy holder shall follow any specific instructions from the	
 present. UNLESS EARLIER REVOKE. THIS PROXY MAY BE REVOCOrporation either a) an instrum ALL PREVIOUS PROXIES AI 	BY THE CORPORATION NO LATER THAN 4:00 P. M.	
SIGNATURE:	PHONE#	
PRINT NAME:	DATE:	
OTHER NAME AFFILIATED (IF A	PPLICABLE):	

This Proxy form can be sent to us by regular mail, fax or e-mail.

Sheep Creek Water Co. Mailing: P. O. Box 291820, Phelan, CA 92329-1820

Fax # (760) 868-2174 / E-mail: sheepcreek@verizon.net