

RECEIVED

JUL 18 2005

STATE OF IDAHO
DEPARTMENT OF WATER RESOURCES
NOTICE OF CHANGE IN WATER RIGHT OWNERSHIP

Department of Water Resources
 Eastern Region

ABR

Please print or type. Attach pages with additional information. Instructions are included at the end of this form.
 Incomplete forms will be returned.

1. Please list the water right number(s) and/or adjudication claim number(s) (if any) for each water right to be changed. List just the adjudication claim number if there is no corresponding water right record on file with the department. Indicate, by checking in the space provided (under the "split" heading), if the change in ownership is limited to a portion of a water right in which case division of the existing water right or adjudication claim record will be required.

Water Right No(s).	Adjudication Claim No(s).	Split	Water Right No(s).	Adjudication Claim No(s).	Split
SEE Deeds IN	22-167	}	NO SPLITS		
	22-256B				
	22-13222				

2. The following **REQUIRED** information must be submitted with this form:

A. The appropriate **FILING FEE**. See instructions for fee amounts.

B. A copy of the most recent **DEED, TITLE POLICY, CONTRACT OF SALE** or other legal document indicating your ownership of the property and water right(s) or claim(s) in question, **WITH ATTACHED LEGAL DESCRIPTION**.

C. Either of the following (if necessary to clarify division of water rights or other complex property descriptions):
PLAT OF PROPERTY or **SURVEY MAP** clearly showing the location of the point(s) of diversion and place of use of your water right(s) and/or adjudication claim(s) (these are usually attached to your deed or on file with the county).

OR

If your water right(s) and/or adjudication claim(s) is for ten or more acres of irrigation, you must submit a USDA Farm Service Agency **AERIAL PHOTO** with the irrigated acres outlined and point(s) of diversion clearly marked. The **AERIAL PHOTO** should be submitted in place of the **PLAT OF PROPERTY** or **SURVEY MAP**.

3. Name and Address of Former Owner/Claimant(s)

Farrell Buxton

332 South 500 West, Driggs, ID 83422

4. New Owner/Claimant(s)

Mahogany Creek Enterprises, LLC, % Farrell Buxton,
 Managing Member

Name Connector (Check one): [] and, [] or, [] and/or

New Mailing Address

332 South 500 West

City, State and ZIP Code

Driggs, ID 83422

New Telephone Number

208 354-2486

5. Date you acquired the property

6. If the change in ownership affects the entire water right for each water right or adjudication claim number listed in item 1, THEN SKIP THIS ITEM AND GO TO ITEM 7. If the change in ownership divides the water right(s) among multiple owners, you must describe, in detail, your portion of each water right after the change. Fill in the appropriate spaces in the box(es) below to describe your water right(s) after the change (one water right per box, you may copy this page as necessary). If your quantity of water is greater than a proportionate split, you must attach documentation to show justification for a larger amount. If you are not sure how to identify your portion of the original water right or adjudication claim records, please contact the nearest IDWR office for assistance.

DESCRIPTION OF YOUR PORTION OF WATER RIGHT (If the right(s) will not be split, skip this area and proceed to item 7)		
Water Right and/or Adjudication Claim Number _____		
Water Use	Diversion Rate or Volume (cubic feet per second or acre-feet per annum)	Description (acres, number and type of stock, homes, etc)
Irrigation	_____	_____
Stock	_____	_____
Domestic	_____	_____
Other _____	_____	_____
Total	_____	_____

DESCRIPTION OF YOUR PORTION OF WATER RIGHT (If the right(s) will not be split, skip this area and proceed to item 7)		
Water Right and/or Adjudication Claim Number _____		
Water Use	Diversion Rate or Volume (cubic feet per second or acre-feet per annum)	Description (acres, number and type of stock, homes, etc)
Irrigation	_____	_____
Stock	_____	_____
Domestic	_____	_____
Other _____	_____	_____
Total	_____	_____

7. Signature of New Owner(s) or Claimant(s) Mahogany Creek Enterprises, LLC
(include title if applicable) by Larell Buxton managing member

For Snake River Basin Adjudication Claims: Please attach a Notice of Appearance completed by your attorney, if you wish IDWR to correspond with him/her for all matters related to your claims.

For Office Use Only

Received by _____ Date _____ Fee _____
 Receipted by _____ Date _____ Receipt No. _____
 Processed by _____ AJ Date _____ WR _____ Date _____

129160
WARRANTY DEED

RECEIVED

DEC 9 1997
TETON CO., ID
CLERK RECORDER

We, FARRELL BUXTON and JEANNE BUXTON, trustees, under the F.J. BUXTON FAMILY LIVING TRUST dated June 11, 1997, GRANTORS, of TETON County, State of IDAHO, for in consideration of TEN DOLLARS (\$10.00) and other good and valuable consideration, in hand paid, receipt of which is hereby acknowledged, CONVEY AND WARRANT to MAHOGANY CREEK ENTERPRISES, Limited Liability Company, GRANTEES, whose address is 332 South 500 West, Driggs, Idaho 83422, the following described real property, situated in the County of TETON, State of IDAHO, to-wit:

W1/2SW1/4, SE1/4SW1/4, SW1/4SE1/4 of Sec. 12, Twp. 4 N., R. 44 E., Boise Meridian.

Together with all water and ditch rights thereunto appertaining including but not limited to a decreed right to 80 miner's inches in Mahogany Creek with priority date of January 22, 1916.

Together with the interest hereafter described in a buried sprinkler mainline and full title to approximately one-fourth mile of portable mainline, pump and one lateral line.

The joint interest in the sprinkler mainline is under a Teton County Soil Conservation District project called "Mahogany Creek Group" with parties of the first part having one lateral, Jaydell Buxton and D. C. Buxton having four laterals and Ernest G. Bates having one lateral, all working from the jointly owned mainline.

The decreed water right is utilized through the joint system in accordance with the Operation and Maintenance Plan of the Mahogany Creek Group.

Together with United States Forest Service grazing rights appurtenant thereto.

Together with all and singular the tenements, hereditaments and other appurtenances thereunto belonging or in anywise appertaining, and the reversion and reversions, remainder and remainders, and rents, issues and profits, and all estate, right, title and interest in and to the said property, as well in law as in equity of the said parties of the first part.

The Northeast Quarter of the Southwest Quarter, the North half of the Southeast Quarter, the North half of the Southeast Quarter of the Southeast Quarter, and beginning at a point 40 rods South of the Northeast corner of the Northeast Quarter, and running thence West 107 rods, thence South 45 rods, thence West 53 rods, thence South 75 rods, thence East 160 rods, thence North 120 rods to the point of beginning all in Section 13, Township 4 North, Range 44 EBM with all growing crops thereon and all machinery and equipment of the Sellers thrown in, and also an undivided one-half interest in and to a potato cellar located upon a Railroad Lease in Driggs, Teton County, State of Idaho and Sellers agree to have the leasehold interest assigned to the Buyers.

129160

Together with all and singular the tenements, hereditaments and other appurtenances thereunto belonging or in anywise appertaining, and the reversion and reversions, remainder and remainders, and rents, issues and profits; and all estate, right, title and interest in and to the said property, as well in law as in equity of the said parties of the first part.

WITNESS our hands on this 30th day of December, 1997

Farrell Buxton
Farrell Buxton, Trustee

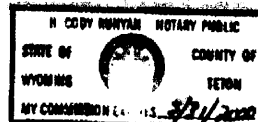
Jeanne Buxton
Jeanne Buxton, Trustee

STATE OF WYOMING)
COUNTY OF TETON) ss:

On this 30th day of December, 1997, before me personally appeared Farrell Buxton and Jeanne Buxton, trustees of the F. J. Buxton Family Living Trust, dated June 11, 1997, known to be the persons described in and who executed the foregoing instrument, and acknowledged that they executed the same as their free act and deed for the purposes and consideration herein contained.

Witness my hand and official seal.

H. Cody Ruyman
H. Cody Ruyman, Notary Public
My commission expires: May 31, 2000



129160

FILED

AT THE REQUEST OF

Cody Ruyman
AT 12 MINUTES PAST 12 P.M.
DATE Dec. 30, 1997
Chas. J. Drake
BY Nora Rigby ✓

129161
WARRANTY DEED

RECEIVED

DEC 31 1997

TETON CO., ID
CLERK RECORDER

We, FARRELL BUXTON and JEANNE BUXTON, Trustees, under the F.J. BUXTON FAMILY LIVING TRUST dated June 11, 1997, GRANTORS, of TETON County, State of IDAHO, for in consideration of TEN DOLLARS (\$10.00) and other good and valuable consideration, in hand paid, receipt of which is hereby acknowledged, CONVEY AND WARRANT to MAHOGANY CREEK ENTERPRISES, Limited Liability Company, GRANTEES, whose address is 332 South 500 West, Driggs, Idaho 83422, the following described real property, situated in the County of Teton, State of IDAHO, to-wit:

SE1/4NE1/4 and SW1/4NE1/4 of Sec. 31, Twp. 6 N., R. 45, E B M., the said SW1/4NE1/4 being vacated Blocks 9, 10, 15, and 16, of the Townsite of Haden, and that part of the vacated streets in the Townsite of Haden lying within the boundaries of the said SW1/4NE1/4. Also, beginning at the SW corner of the NW1/4NE1/4 of Sec. 31, Twp. 6 N., R. 45, E B M., and running thence North along the West line of the said NW1/4NE1/4 to the NW corner thereof; thence East along the North line of said NW1/4NE1/4 to the NE corner thereof; thence South along the East line of the said NW1/4NE1/4 a distance of 660 feet, to the center of the East line of the said NW1/4NE1/4; thence West and parallel with the North line of the said NW1/4NE1/4 a distance of 660 feet to the center of the NW1/4NE1/4; thence South to a point in the center of the South line of the NW1/4NE1/4; thence West to the point of beginning, the same comprising vacated Blocks 1, 2, and 7, and that part of the vacated streets of the Townsite of Haden, included within said boundaries. Also, the NW1/4SW1/4 and SW1/4NW1/4 of Sec. 31, Twp. 6 N., R. 45, E B M., a portion of said premises also being described as lots 3 and 4, in vacated Block 7 of the Townsite of Haden, together with that part of the vacated streets lying between the North and South lines of said lots extended, together with all water rights belonging to said property.

\$16.50 in Revenue Stamps affixed and canceled.

Together with all and singular the tenements, hereditaments and other appurtenances thereunto belonging or in anywise appertaining, and the reversion and reversions, remainder and remainders, and rents, issues and profits; and all estate, right, title and interest in and to the said property, as well in law as in equity of the said parties of the first part.

WITNESS our hands on this 30th day of December, 1997.

Farrell Buxton
Farrell Buxton, Trustee

Jeanne Buxton
Jeanne Buxton, Trustee

Wyoming)
STATE OF ~~Idaho~~)
ss.)
COUNTY OF TETON)

129161

FILED

AT THE REQUEST OF

Cody L. Ryan

A: 12 MINUTES PAST 12:00

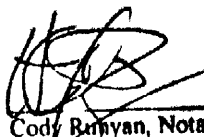
DATE Dec. 30, 1997

Don D. Drake

129161

On this 30th day of December, 1997, before me personally appeared Farrell Buxton and Jeanne Buxton, trustees of the F.J. Buxton Family Living Trust, dated June 11, 1997, known to be the persons described in and who executed the foregoing instrument, and acknowledged that they executed the same as their free act and deed for the purposes and consideration herein contained.

Witness my hand and official seal.



Cody Ryan, Notary Public

My commission expires: May 31, 2000



129161

OPERATING AGREEMENT

OF

MAHOGANY CREEK ENTERPRISES, LIMITED LIABILITY COMPANY

AGREEMENT, made December __, 1997, among F. J. Buxton Family Living Trust, dated June 11, 1997 (hereinafter referred to as "Members"), and Farrell Buxton and Kerry Buxton (hereinafter referred to as Managers).

WITNESSETH:

WHEREAS, the parties hereto desire to form a limited liability company pursuant to the laws of the State of Idaho for the purposes hereinafter set forth, and to establish their respective rights and obligations in connection with the limited liability company;

NOW, THEREFORE, in consideration of the mutual covenants set forth herein and other valuable consideration, the receipt and sufficiency of which hereby is acknowledged, the Members agree as follows:

1. Formation

The parties hereby confirm that they have formed a limited liability company (the "Limited Liability Company") pursuant to the provisions of the Idaho Code Sections 53-601 to 53-672, for the purposes and the period and upon the terms and conditions hereinafter set forth. The parties have caused to be filed the Articles Of Organization of the Limited Liability Company, and agree to execute, acknowledge, swear to and file any other documents required under applicable law.

2. Name

The name of the Limited Liability Company shall be Mahogany Creek Enterprises, Limited Liability Company, and all business of the Limited Liability Company shall be conducted under said name, or such other name as the Members from time to time may determine.

97 DEC 15 44
ARTICLES OF ORGANIZATION
OF
MAHOGANY CREEK ENTERPRISES, LIMITED LIABILITY COMPANY
SECRETARY OF STATE
IDAHO

The undersigned, being the Managing Members and Organizers of the Limited Liability Company hereby being formed under the Idaho Code Sections 53-601 to 53-672, do hereby adopt the following Articles Of Organization for the Limited Liability Company:

FIRST: The name of the Limited Liability Company is:

Mahogany Creek Enterprises, Limited Liability Company

SECOND: The latest date on which the Limited Liability Company is to dissolve is to be determined by the unanimous vote of the Managing Members.

THIRD: The Limited Liability Company is organized to engage in and do any lawful act concerning any lawful business, other than banking and insurance, for which a limited liability company may be organized in accordance with the Idaho Code Sections 53-601 to 53-672, including all powers and purposes now and hereafter permitted by law to a limited liability company.

FOURTH: The street address of the initial registered office of the Limited Liability Company in Idaho is 332 S. 500 West, Driggs, ID 83422, and the name of the initial registered agent of the Limited Liability Company in Idaho at that address is Farrell Buxton.

FIFTH: The principal place of business of the Limited Liability Company is 332 S. 500 West, Driggs, ID 83422.

SIXTH: The Limited Liability Company is to be managed by the Managing Members. The names and addresses of the initial Managing Members are: Farrell Buxton, having an address at 332 S. 500 West, Driggs, ID 83422 and Kerry Buxton, having an address at 540 W 300 South, Driggs, ID 83422.

SEVENTH: The membership interests of the Members are evidenced by Certificates of Membership.

EIGHTH: The existing Members shall have the right to admit additional Members to the Limited Liability Company, by the unanimous vote or consent of the Members, in accordance with the terms and conditions of the Operating Agreement of the Limited Liability Company.

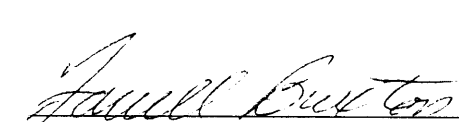
NINTH: The remaining Members of the Limited Liability Company, by the affirmative vote or consent of Members holding a majority of the Members' Percentage Interests (other than the Member who caused the Withdrawal Event), may continue the Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the

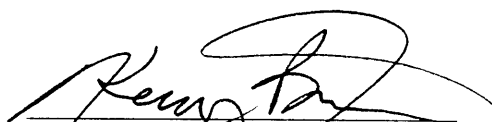
occurrence of any other event which terminates the continued membership of a Member in the Limited Liability Company.

TENTH: None of the Members of the Limited Liability Company are liable for payment of any debt, obligation or other liability of the Limited Liability Company.

IN WITNESS WHEREOF, the Members have executed and acknowledged these Articles Of Organization on December 10th, 1997.

In the presence of:

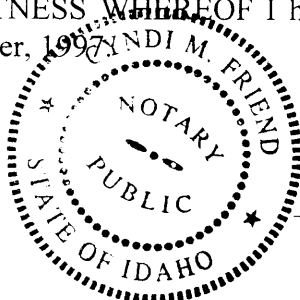

Farrell Buxton

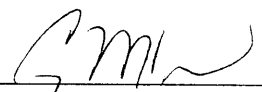

Kerry Buxton

STATE OF IDAHO)
) ss.
COUNTY OF TETON)

On this 10th day of December, 1997, before me, Cyndi Friend, the undersigned notary public, personally appeared Farrell Buxton, known to me to be the person who executed the foregoing Articles Of Organization, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF I hereunto set my hand and affixed my official seal this 10th day of December, 1997.

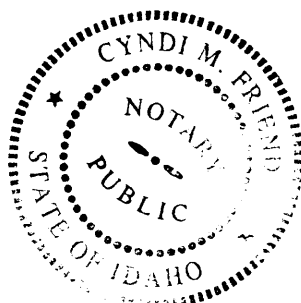


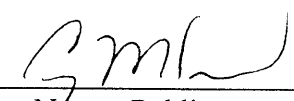

Notary Public
My commission expires on January 13, 2003

STATE OF IDAHO)
) ss.
COUNTY OF TETON)

On this 10th day of December, 1997, before me, Cyndi Friend, the undersigned notary public, personally appeared Kerry Buxton, known to me to be the person who executed the foregoing Articles Of Organization, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF I hereunto set my hand and affixed my official seal this 10th day of December, 1997.




Notary Public
My commission expires on January 13, 2003