

AFFIDAVIT OF D. RAY GORDON

STATE OF IDAHO)
) ss.
COUNTY of TETON)

The undersigned AFFIANT, D. Ray Gordon, being first duly sworn, hereby deposes and says:

1. I am 82 years old, a citizen of the United States and a resident of Teton County, Idaho. I have resided in Idaho my entire life except for the two years that I served in the Navy in the South Pacific (1945 and 1946).
2. I have personal knowledge of the facts set forth below, and am competent to testify.
3. I am employed as a rancher and have been a rancher my entire life, except for a short period of time around high school, and while in the Navy, when I worked as an electrician.
4. I am familiar with the water systems, irrigation procedures and agricultural practices in the area of Water Right #22-4157 because for many years I have lived just down the road, have grazed and irrigated that specific property and other properties in the area, and have worked with and participated in one of the local canal companies (the Fox Creek Canal Company).
5. I personally filed the SRBA claim for Water Right #22-4157 in November of 1988. At that time I was leasing the property and was operating it as a ranch with my wife. I later purchased the property after leasing it for several years.
6. I know that the entire water right was applied to its beneficial use for at least the three-year period before I filed the SRBA claim. I sold the property to the Elliott Creek Ranch LLC in 2003, and used the water right in its entirety until that time.

SWORN TO, This the 7th day of December, 2006.

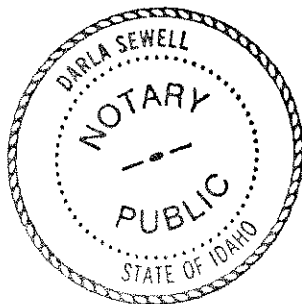
D. Ray Gordon
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ACKNOWLEDGEMENT

STATE OF IDAHO)
)ss.
County of Teton)

On this 7th day of December, 2006, before me, DARLA Sewell, a Notary Public in and for said State, personally appeared D. Ray Gordon, known or identified to me to be the person whose name is subscribed to the within instrument as AFFIANT, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



Dana Lewis
Notary Public for Idaho

Residing at: *Arco, Idaho*

My Commission Expires: 7/23/07