

GIVENS PURSLEY LLP



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Raymond D. Givens
James A. McClure

August 26, 2008

RECEIVED
AUG 27 2008
DEPARTMENT OF
WATER RESOURCES

Idaho Department of Water Resources
322 East Front Street
P.O. Box 83720
Boise, ID 83720-0098

Our File No.: 2145-86

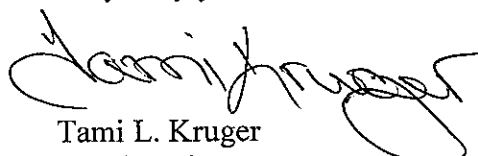
**Subject: Notice(s) of Change in Water Right Ownership:
Water Rights No. 02-10034 & 02-10248 and
Water Rights No. 02-2186 & 02-10249**

Dear Sir/Madam:

Enclosed for filing, please find *Notice(s) of Change in Water Right Ownership* Forms for the above-referenced water rights. Please note, these water rights are currently pending in adjudication, so no fees are required. Please file the originals and return the copies in the enclosed self addressed stamped envelopes. If you have any questions, please do not hesitate to call me.

Done CW
8/27/08

Very truly yours,


Tami L. Kruger
Legal Assistant

Enclosures

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

RECEIVED**AUG 27 2008****DEPARTMENT OF
WATER RESOURCES**

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 not 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
02-10034					
02-10248					

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 diversion 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 claims(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) Alacano Family, L.L.C.
1251 E. Versailles Court, Boise, Idaho 83706
4. New Owner/Claimant(s) ATN Holdings LLC
Name Connector (Check one): [] and, [] or, [] and/or
 New Mailing Address P.O. Box 1201
 City, State and ZIP Code Boise, Idaho 82701
 New Telephone Number (208) 342-6524
5. Date you acquired the property May 16, 2008

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) amount 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 the 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) Allen Haley
(include title if applicable) _____

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

When recorded, please return to:

Givens Pursley LLP
Attention: John M. Marshall
601 West Bannock Street
Boise, Idaho 83702

Instrument # 392147
Elmore County, Idaho
03:00pm Oct. 18, 2007
For: FIRST AMERICAN TITLE COMPANY
No. of Pages: 3 Fee: \$9.00
MARSA GRIMMETT, Recorder
Deputy: DLE

GENERAL WARRANTY DEED

FOR VALUE RECEIVED, the receipt and sufficiency of which is hereby acknowledged, Alacano Family L.L.C., hereinafter referred to as the "**Grantor**", hereby grants, bargains, sells, and conveys unto FAE Holdings 397467R, LLC, an Idaho limited liability company, whose current address is c/o First American Exchange Company, LLC, 554 South 300 East, Suite 200, Salt Lake City, UT 84111 (hereinafter referred to as the "**Grantee**"), the following described real property, located in Elmore County, Idaho, to wit (hereinafter referred to as the "**Premises**");

See Exhibit A attached hereto and incorporated herein by this reference.

TOGETHER WITH all water and water rights, ditch or irrigation company shares, rights of way adjacent thereto, all mineral rights appurtenant thereto, and all appurtenances.

TO HAVE AND TO HOLD the Premises with its appurtenances, unto Grantee, its successors, heirs and assigns, forever.

AND Grantor does hereby covenant to and with Grantee, and its successors and assigns forever, that Grantor is owner in fee simple of the Premises; that Grantor has a good right to convey the fee simple; that the Premises is free from all encumbrances or other defects of title except general taxes and assessments, including irrigation assessments, for the current year, which are not yet due and payable, and excepting easements, restrictions and conditions of record; and that Grantor shall and will warrant and defend the quiet and peaceful possession of said Premises by Grantee, and its successors and assigns forever, against all other claims whatsoever.

DATED effective as of the 18 day of October, 2007.

ALACANO FAMILY L.L.C


Enes "Sam" Alacano, Manager

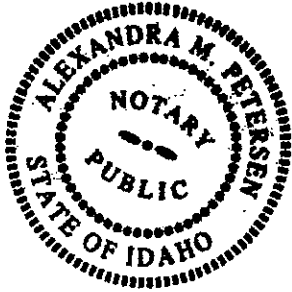

Kathleen M. Alacano, Manager

State of Idaho)

S.S.

County of Ada)

On this 17th day of October, 2007, before me a notary public in and for said State, personally appeared Enes "Sam" Alacano and Kathleen M. Alacano, known or identified to me to be the managers of the limited liability company that executed the instrument or the persons who executed the instrument on behalf of said limited liability company and acknowledged to me that such limited liability company executed the same.



Alexandra M. Petersen
Notary Public for Idaho
My Commission expires 2/2/12

EXHIBIT A

Township 6 South, Range 9 East, Boise Meridian, Elmore County, Idaho

Section 3: U.S. Government Lots 2, 3 and 4, the South $\frac{1}{2}$ North $\frac{1}{2}$ and the South $\frac{1}{2}$

Save and Except road and ditch rights-of-way.

Section 4: The Easterly 380 feet of the Southeast $\frac{1}{4}$ Southeast $\frac{1}{4}$

Save and Except road and ditch rights-of-way.

Section 15: The North $\frac{1}{2}$ and the Southwest $\frac{1}{4}$

Save and Excepting the South 40 feet of the Southwest $\frac{1}{4}$ deeded to the Glens Ferry Highway District as disclosed in Right-of-Way Deed recorded May 12, 1976 as Instrument No. 158237.

Save and Except road and ditch rights-of-way.



ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION LIMITED LIABILITY COMPANY

FILED EFFECTIVE
08 MAY 16 PM 4:13

SECRETARY OF STATE
STATE OF IDAHO

(Instructions on back of application)

1. The name of the limited liability company is:

FAE Holdings 397467R, LLC

If the LLC has been administratively dissolved and the name is no longer available for use, #3 below must include an amendment of name.

2. The date the articles of organization were filed was: October 16, 2007

COMPLETE ONLY THE APPLICABLE ITEMS

3. The name of the limited liability company is amended to read:

ATN Holdings LLC

4. The management of the limited liability company shall henceforth be vested in:

☐ Manager(s) ☐ Members

5. The information on the managers/members shall be amended as follows:

Name	Address	Add	Delete	Other
<u>Allen T. Noble</u>	<u>575 W. Bannock street</u>	☒	☐	
	<u>Boise ID 83702</u>	☐	☐	
<u>First American Exchange</u>	<u>211 West State Street</u>	☐	☒	
<u>Company, LLC</u>	<u>Boise ID 83702</u>	☐	☐	
		☐	☐	

6. Signature of at least one manager, if any, or at least one member.

Signature: Allen T. Noble

Typed Name: Allen T. Noble

Capacity: Manager

Signature: _____

Typed Name: _____

Capacity: _____

Secretary of State use only

4467681

IDAHO SECRETARY OF STATE
05/19/2008 05:00
CK: 3526 CT: 1626 BH: 1115601
1 @ 30.00 = 30.00 ORGAN ANEN # 2

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Revised 08/2004

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