

356737

MISCELLANEOUS

**AGREEMENT FOR TRANSFER OF MINER'S SLOUGH
WATER SYSTEM AND BILL OF SALE
TO
CITY OF KELLOGG**

This Agreement is made and entered into this 14th day of April, 1993, by and between **BUNKER LIMITED PARTNERSHIP**, an Idaho limited partnership, hereinafter referred to as "Seller" and **CITY OF KELLOGG**, a municipal corporation located in Shoshone County, Idaho, hereinafter referred to as "Purchaser".

WHEREAS, the Seller is the owner of a water system known as the Miner's Slough Water System located in Shoshone County, Idaho, and shown on Exhibit "A" attached hereto and the holder of a License and Certificate of Water Rights, License 19393 for the point of diversion, Miner's Slough, a copy of which is attached hereto as Exhibit "B", and which Exhibits by specific reference here are incorporated as part of this document, and

WHEREAS, the Purchaser is the owner of easements and/or licenses on land on which the system is located; and

WHEREAS, the Purchaser has determined that the acquisition of the water system would be in the best interest of the Purchaser and for the public good; and

WHEREAS, the Seller desires to sell the water system and the Purchaser desires to purchase said water system;

NOW, THEREFORE, The parties agree as follows:

1. The Seller, for and in consideration of the sum of One Dollar (\$1.00), lawful money of the United States, and other good and valuable consideration grants, bargains, sells and conveys to the Purchaser, the Miner's Slough Water System which includes water gathering facilities; approximately three and three quarters miles of 18 inch wood stave pipe with associated valves and other ancillary equipment; and water rights as limited by Paragraph 2 below, located in Shoshone County, Idaho and more particularly represented on Exhibit "A".

2. Seller, for itself and its successors and assigns, reserves the right to use up to 0.667 cubic feet per second of water from the diversion point, Miner's Slough. Seller's usage shall have priority over the use of the Purchaser. Usage of water by Seller shall be independent of the Miner's Slough Water System. In the event Purchaser, or its successors or assigns, abandons the water system all usage rights under License and Certificate of Water Rights, License 19393, shall revert to Seller or its successors or assigns in ownership of the following real property located in Section 3, Township 48 North, Range 3 East, Boise

Meridian, Shoshone County, State of Idaho described as follows:

The Southeast Quarter of the Southwest Quarter, and the Southwest Quarter of the Southeast Quarter, Section 3, T. 48 N., Range 3 E., B.M., Shoshone County, State of Idaho, South of I-90-N., except a tract of land more particularly described as follows:

Using a meridian from the Idaho State Coordinate Grid System based on the transverse mercator projection for the West zone of Idaho and having a delta alpha angle of $0^{\circ}13'26''$ and beginning at the NE corner of the Northwest Quarter of the Northeast Quarter of Section 10, T. 48 N., R. 3 E., B.M., Shoshone County, Idaho; thence

N. $0^{\circ}48'02''$ E. along the eastern boundary of the Southwest Quarter of the Southeast Quarter of Section 3, T. 48 N., R. 3 E., B.M., 330 feet more or less, to the point of beginning on the north right-of-way line of the Union Pacific Railroad; thence

Northwesterly 420 feet more or less along the Union Pacific Railroad right-of-way line to a point; thence

N. $8^{\circ}38'02''$ E. 45 feet more or less to the I-90 right-of-way marker 1641+47.81; thence

N. $8^{\circ}38'02''$ E. 138.29 feet to a point on the South right-of-way line of I-90; thence

Southeasterly, 400 feet in arc length more or less along the South right-of-way line of I-90 to a point on the eastern boundary of the Southwest Quarter of the Southeast Quarter of Section 3, T. 48 N., R. 3 E., B.M.; thence

S. $0^{\circ}48'02''$ West 175 feet more or less along the eastern boundary of the Southwest Quarter of the Southeast Quarter of Section 3, T. 48 N., R. 3 E., B.M. to the point of beginning.

ALSO EXCEPT a tract of land more particularly described as follows:

Using a meridian from the Idaho State Coordinate grid system based on the transverse mercator projection for the west zone of Idaho, and having a delta alpha angle of $0^{\circ}13'26''$ and beginning at the Northeast corner of the Northwest Quarter of the Northeast Quarter of Section 10, T. 48 N., R. 3 E., B.M.; thence

S. $89^{\circ}19'24''$ West along the north section line of Section

10, T. 48 N., R. 3E., B.M., 225 feet more or less to a point; thence

N.6°00'36" West 285 feet more or less on a line parallel to and 25 feet east of an existing fence at the east end of what is known as Miners Slough, to a point on the South right-of-way line of the Union Pacific Railroad; thence

Southeasterly 268 feet more or less along the South right-of-way of the Union Pacific Railroad to a point on the eastern boundary of the Southwest Quarter of the Southeast Quarter of Section 3, T. 48 N., R. 3E., B.M.; thence

S.0°48'02" West, 228 feet more or less to the Northeast corner of the Northwest Quarter of the Northeast Quarter of Section 10, the point of beginning.

To convert the bearings given above to true astronomic bearings the delta alpha angle of 0°13'26" is added to grid bearings in the northwest and southeast quadrants and subtracted from grid bearings in the northeast and southwest quadrants.

AND

The Southwest Quarter of the Southwest Quarter, Section 3, Township 48 North, Range 3 East, Boise Meridian, Shoshone County, State of Idaho, South of I-90-N,

EXCEPT Union Pacific Railroad Company Right-of-Way.

3. That entity known as the Miner's Slough comprises that portion of the above described Seller's real property lying North of the 2400 foot contour line, as shown on Exhibit "C" attached, and which by this specific reference is incorporated as part of this document. All water gathering facilities for the Miner's Slough Water System are located in this defined Miner's Slough area and Purchaser is hereby granted unrestricted access to, and use of this area for water gathering activities and maintenance of the water system.

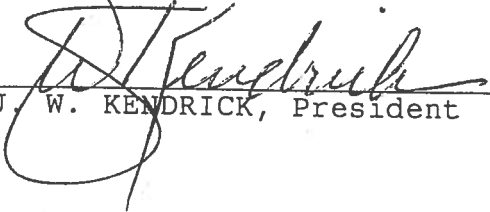
4. Seller makes no warranty or representation of the suitability of the Miner's Slough Water System or for the quality of the water for any purpose whatsoever.

5. The agreements herein contained shall extend to and be binding upon the heirs, executors, administrators, successors and assigns of the respective parties hereto.

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IN WITNESS WHEREOF, the parties hereto have caused these presents to be executed by their properly authorized officers and officials the day and year first above written.

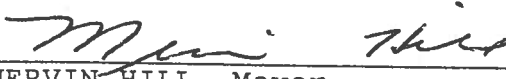
BUNKER LIMITED PARTNERSHIP
by BH Properties, Inc., General Partner


J. W. KENDRICK, President

ATTEST:


Frank J. Breidt, Secretary

CITY OF KELLOGG


MERVIN HILL, Mayor

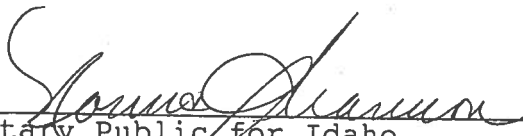
ATTEST:


Barbara Rinaldi, City Clerk

STATE OF IDAHO)
) ss.
County of Kootenai)

On this 19th day of April, 1993, before me, the undersigned Notary Public for Idaho, personally appeared J. W. KENDRICK and FRANK J. BREIDT, known to me to be the President and Secretary respectively of BH Properties, Inc., general partner of BUNKER LIMITED PARTNERSHIP, the partnership that executed the within instrument and acknowledged to me that they executed the same for and on behalf of said Partnership.

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


Notary Public for Idaho
Residing at: Cataldo Id
Commission expires: 11-3-97

STATE OF IDAHO)
) ss.
COUNTY OF Shoshone)

On this 15th day of April, 1993, before me, the undersigned Notary Public for Idaho, personally appeared MERVIN HILL and BARBARA RINALDI, known to me to be the Mayor and City Clerk respectively of the CITY OF KELLOGG, a municipal corporation, the corporation that executed the within instrument and acknowledged to me that they executed the same for and on behalf of said municipal corporation.

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

Heather L. Womack
Notary Public for Idaho
Residing at: Warner,
Commission expires: 4/5/94

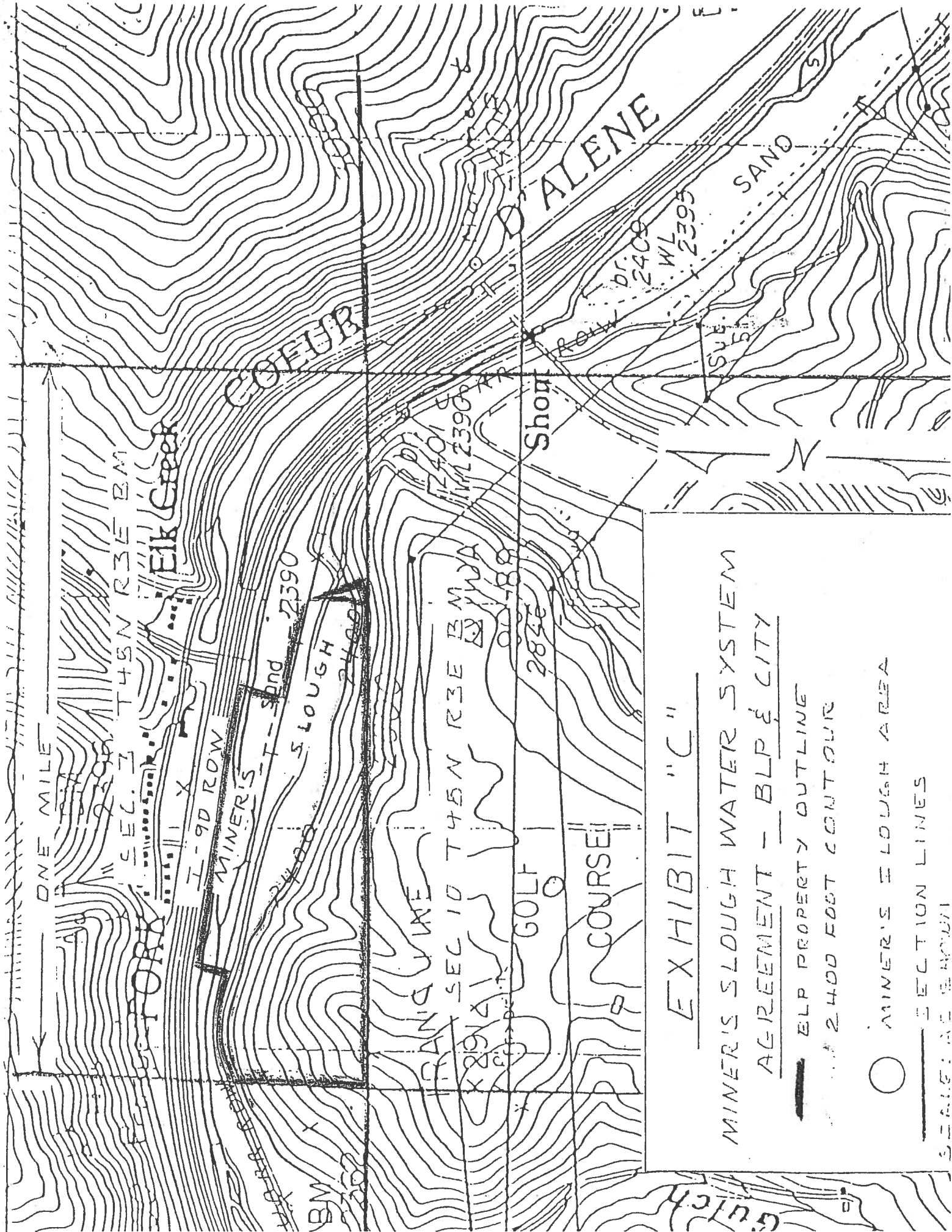


EXHIBIT "C"

MINER'S SLOUGH WATER SYSTEM

ACREEMENT - BLP & CITY

HELP PROPERTY OUTLINE

2400 EAST COUNTRY

MINERALS LOGIC AREA

TELEVISION LINES

3-4-5: 1-2-3-4-5-6-7-8-9-10-11-12-13-14-15-16-17-18-19-20-21-22-23-24-25-26-27-28-29-30-31-32-33-34-35-36-37-38-39-40-41-42-43-44-45-46-47-48-49-50-51-52-53-54-55-56-57-58-59-60-61-62-63-64-65-66-67-68-69-70-71-72-73-74-75-76-77-78-79-80-81-82-83-84-85-86-87-88-89-90-91-92-93-94-95-96-97-98-99-100-101-102-103-104-105-106-107-108-109-110-111-112-113-114-115-116-117-118-119-120-121-122-123-124-125-126-127-128-129-130-131-132-133-134-135-136-137-138-139-140-141-142-143-144-145-146-147-148-149-150-151-152-153-154-155-156-157-158-159-160-161-162-163-164-165-166-167-168-169-170-171-172-173-174-175-176-177-178-179-180-181-182-183-184-185-186-187-188-189-190-191-192-193-194-195-196-197-198-199-200-201-202-203-204-205-206-207-208-209-210-211-212-213-214-215-216-217-218-219-220-221-222-223-224-225-226-227-228-229-230-231-232-233-234-235-236-237-238-239-240-241-242-243-244-245-246-247-248-249-250-251-252-253-254-255-256-257-258-259-260-261-262-263-264-265-266-267-268-269-270-271-272-273-274-275-276-277-278-279-280-281-282-283-284-285-286-287-288-289-290-291-292-293-294-295-296-297-298-299-300-301-302-303-304-305-306-307-308-309-310-311-312-313-314-315-316-317-318-319-320-321-322-323-324-325-326-327-328-329-330-331-332-333-334-335-336-337-338-339-340-341-342-343-344-345-346-347-348-349-350-351-352-353-354-355-356-357-358-359-360-361-362-363-364-365-366-367-368-369-370-371-372-373-374-375-376-377-378-379-380-381-382-383-384-385-386-387-388-389-390-391-392-393-394-395-396-397-398-399-400-401-402-403-404-405-406-407-408-409-410-411-412-413-414-415-416-417-418-419-420-421-422-423-424-425-426-427-428-429-430-431-432-433-434-435-436-437-438-439-440-441-442-443-444-445-446-447-448-449-450-451-452-453-454-455-456-457-458-459-460-461-462-463-464-465-466-467-468-469-470-471-472-473-474-475-476-477-478-479-480-481-482-483-484-485-486-487-488-489-490-491-492-493-494-495-496-497-498-499-500-501-502-503-504-505-506-507-508-509-510-511-512-513-514-515-516-517-518-519-520-521-522-523-524-525-526-527-528-529-530-531-532-533-534-535-536-537-538-539-540-541-542-543-544-545-546-547-548-549-550-551-552-553-554-555-556-557-558-559-560-561-562-563-564-565-566-567-568-569-570-571-572-573-574-575-576-577-578-579-580-581-582-583-584-585-586-587-588-589-590-591-592-593-594-595-596-597-598-599-600-601-602-603-604-605-606-607-608-609-610-611-612-613-614-615-616-617-618-619-620-621-622-623-624-625-626-627-628-629-630-631-632-633-634-635-636-637-638-639-640-641-642-643-644-645-646-647-648-649-650-651-652-653-654-655-656-657-658-659-660-661-662-663-664-665-666-667-668-669-670-671-672-673-674-675-676-677-678-679-680-681-682-683-684-685-686-687-688-689-690-691-692-693-694-695-696-697-698-699-700-701-702-703-704-705-706-707-708-709-710-711-712-713-714-715-716-717-718-719-720-721-722-723-724-725-726-727-728-729-730-731-732-733-734-735-736-737-738-739-740-741-742-743-744-745-746-747-748-749-750-751-752-753-754-755-756-757-758-759-760-761-762-763-764-765-766-767-768-769-770-771-772-773-774-775-776-777-778-779-780-781-782-783-784-785-786-787-788-789-790-791-792-793-794-795-796-797-798-799-800-801-802-803-804-805-806-807-808-809-810-811-812-813-814-815-816-817-818-819-820-821-822-823-824-825-826-827-828-829-830-831-832-833-834-835-836-837-838-839-840-841-842-843-844-845-846-847-848-849-850-851-852-853-854-855-856-857-858-859-860-861-862-863-864-865-866-867-868-869-870-871-872-873-874-875-876-877-878-879-880-881-882-883-884-885-886-887-888-889-890-891-892-893-894-895-896-897-898-899-900-901-902-903-904-905-906-907-908-909-910-911-912-913-914-915-916-917-918-919-920-921-922-923-924-925-926-927-928-929-930-931-932-933-934-935-936-937-938-939-940-941-942-943-944-945-946-947-948-949-950-951-952-953-954-955-956-957-958-959-960-961-962-963-964-965-966-967-968-969-970-971-972-973-974-975-976-977-978-979-980-981-982-983-984-985-986-987-988-989-990-991-992-993-994-995-996-997-998-999-1000-1001-1002-1003-1004-1005-1006-1007-1008-1009-1010-1011-1012-1013-1014-1015-1016-1017-1018-1019-1020-1021-1022-1023-1024-1025-1026-1027-1028-1029-1030-1031-1032-1033-1034-1035-1036-1037-1038-1039

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EXHIBIT "A"

MINER'S SLOUGH WATER SYSTEM
PIPE LINE EASEMENT



BUNKER LIMITED PROPERTY

18" WOOD STAVE PIPE LINE
EASEMENT

SECTION 5 T48N R3E BM
BOUNDARY LINE

SCALE: 1 INCH = 300 FEET

3/9/93

WAS

SS CH

I-90 ROW

UPPR ROW

I-90 ROW

SECTION 5 T48N R3E BM

SW 1/4

SE 1/4

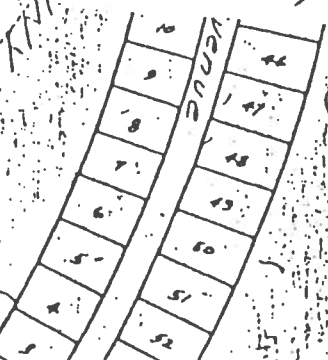
B.H. Co.

854856

1st 1/2
CENTRAL
SHADE
CITY N.D.

9150

9200



Tar Area

Turnback

Dist. 100 ft

Dist. 100 ft

Dist. 100 ft