

11/20/2006

IDAHO DEPARTMENT OF WATER RESOURCES
PRELIMINARY RECOMMENDATION OF WATER RIGHTS ACQUIRED UNDER STATE LAW

RIGHT NUMBER: 22-144

NAME AND ADDRESS: GRAND TETON CANAL CO LTD
PO BOX 1099
DRIGGS ID 83422

SOURCE: TETON CREEK

TRIBUTARY: TETON RIVER

QUANTITY: 210.000 CFS

The quantity of water diverted under this water right shall be from the portion awarded to Idaho and deducted there from as set forth in Roxana Canal Co. v. Daniels, Equity No. 2447 (D. Wy. Feb. 4, 1941).

PRIORITY DATE: 01/22/1916

POINT OF DIVERSION:

T05N R46E S20 NWNE Lot 1 Within TETON County

The point of diversion for this water right is in Wyoming in T44N R118W section 29 NWNW

The point of diversion shown above is where the conveyance system enters Idaho.

PURPOSE AND
PERIOD OF USE:

PURPOSE OF USE

PERIOD OF USE

QUANTITY

IRRIGATION

04/15 10/31

210.000 CFS

PLACE OF USE:

6911.1 ACRES TOTAL

Place of use is within the area served by Grand Teton Canal Company.

The boundary encompassing the place of use for this water right is described with a digital boundary as defined by I.C. Section 42-202B(2) and authorized pursuant to I.C. Section 42-1411(2)(h). The data comprising the digital boundary are incorporated herein by reference and are stored on a CD-ROM disk issued in duplicate originals on file with the SRBA District Court and the Idaho Department of Water Resources. A map depicting the place of use is attached hereto to illustrate the place of use described by the digital boundary.

OTHER PROVISIONS NECESSARY FOR DEFINITION OR ADMINISTRATION OF THIS WATER RIGHT:

This water right is also recorded as Wyoming Certificated Water Right No. ____.

This water right is subject to the delivery provisions contained in Roxana Canal Co. v. Daniels, Equity No. 2447 (D. Wy. Feb. 4, 1941) ("Roxana decree"). Nothing in this Partial Decree is intended to relieve or alter the state of Idaho nor the state of Wyoming from their obligations contained in the Roxana decree.

This partial decree is subject to such general provisions necessary for the definition of the rights or for the efficient administration of the water rights as may be ultimately determined by the Court at a point in time no later than the entry of a final unified decree. Section 42-1412(6), Idaho Code.

EXPLANATORY MATERIAL: BASIS OF CLAIM - Decreed

**QUITCLAIM DEED
FOR
WATER RIGHTS**

THIS INDENTURE is made this 27th day of March, 2003, between Grand Teton Canal Company, Limited, referred to herein as the "GRANTOR" and Grand Teton Pipeline Association, whose principle place of business is Driggs, Idaho and whose business mailing address is Box 163, Driggs, Idaho 83442, the referred to as the "GRANTEE",

WITNESSETH, that the GRANTOR, for an in consideration of the sum of Ten and No/100 Dollars (\$10.00) lawful money of the United States of America and other good and valuable consideration to GRANTOR, in hand paid by the GRANTEE, the receipt whereof is hereby acknowledged, does by these presents remise, release and forever QUITCLAIM unto the GRANTEE, and to GRANTEE's successors and assigns forever, all right, title and interest now owned or hereafter acquired by the Grantor in all the following described water rights or portions thereof in the County of Teton, State of Idaho, to-wit:

17.23 cfs of water right no. 22-277.

TOGETHER, with the tenements, hereditaments and appurtenances thereunto belonging or in any wise appertaining, and any reversions, remainders, or rents, issues and profits therefrom.

TO HAVE AND TO HOLD the said water rights unto the GRANTEE, and to GRANTEE's successors and assigns forever.

In construing this Quitclaim Deed and where the context so requires, the singular includes the plural.

COPY

IN WITNESS WHEREOF, the GRANTOR has executed the within instrument the day and year first above written.

Grand Teton Canal Company

Lavell Johnson
Lavell Johnson, President

STATE OF IDAHO)
)ss.
County of Teton)

On this 23rd day of May, in the year 2003, before me a notary public in and for said State, personally appeared Lavell Johnson known or identified to me (or proved to me on the oath of Lavell Johnson) to be the president, of the corporation that executed the instrument or the person who executed the instrument on behalf of said corporation, and acknowledged to me that such corporation 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.

(seal)

Bonnie Johnson
Notary Public for Idaho
Residing at Dr: 995 Idaho
My commission expires: 10/01/2004

G:\WPDATA\KWF\1040 GRAND TETON CANAL CO\Quit Claim Deed frm Lmc

COPY

Grand Teton Canal Company, Limited

Report to Water Resources, June 22, 2004

Refer to By-Laws of Company

- 1. Irrigated Lands, page 2**
 - 2. Diversion Points, page 5**
 - 3. Water Rights, page 7**
-

STOCKHOLDERS OF GRAND TETON CANAL COMPANY, LIMITED 2004

NAME	CITY,STATE	SHARES	BRANCH
Bagley, William R.	Tetonia, ID	2	M
Ball, Allen and Connie	Idaho Falls, ID	897	M
Bergmeyer, Moritz and Carol	Driggs, ID	10	M
Borer, Jeffrey and Angela	Baton Rouge, LA	39	N
Burnside, Ronald	Driggs, ID	20 25	S S
Butler, W. Troy	Tetonia, ID	20	N
Chambers, Reece	Driggs, ID	5	M
Christensen, Rich	Mesa, AZ	62	S
City of Driggs	Driggs, ID	152	S
Cooke, Brett and Anita	Driggs, ID	105	S
Cordon, Col. S.N.	Las Vegas, NV	6	S
Curtis, Lowell and Julina	Driggs, ID	335	S
Dalley, Alvin	Driggs, ID	24	S
Datacon of St. Helens	Sunnyvale, CA	20	N
Dyer, Dan	Reno, NV	232	N
Elder, Shane	Jackson, WY	26	N
Emmons, Richard	Lafayette, CA	53	N
Grand View Ranch Association	Idaho Falls, ID	97	
Grand Vista Home-Owners	Jackson, WY	60	M
Griggs, Estate of Winifred	Livermore, CA	119	M

Grover, Lavar	Idaho Falls, ID	53	
Guyre, Matt	Hailey, ID	60	M
Hamblin, Earl	Tetonia, ID	160	M
Harrop, Edith M.	Driggs, ID	25	S
Harrop, Steve J.	Papillion, NE	50	S
Hillman, Guy & Elva	Rigby, ID	30	M
Hunter, William J.	St. Anthony, ID	160	N
Johnson, Lavell	Driggs, ID	346	SM
Johnson, Steven or Susan	Driggs, ID	40	M
Jones, Robert D.	Idaho Falls, ID	5	N
Kaufman, Fritz c/o Roger Kaufman	Driggs, ID	5	N
Knight, Arlin	Hamer, ID	156	N
Kyte, Mrs. Calvin	Tetonia, ID	80	N
L&U Development, Inc.	Teton Village, WY	40	S
Lessey, Kenneth	Sunnyvale, CA	20	N
Letham, Daniel J.	Driggs, ID	131	M
Letham, John	Driggs, ID	10	M
Little, Whitney K or Kenneth C. Little	Mountain Home, ID	80	M
Mains, Douglas	Orangevale, CA	20	N
Miller, Kathryn	Driggs, ID	21	N
Neeley, Dean or Ila	Driggs, ID	123	S

Nickell, Stanton or Arlene	Tetonia, ID	79	M
Price, James	Driggs, ID	208	S
Raube, Paul J.	Ventnor, N.J.	10	M
Rigby Acres Water Share Trust	Driggs, ID	100	N
Russell, James S. Sr. & Jr.	Driggs, ID	4	N
Smith, Boyd	Palo Alto, CA	25	S
Sporer, Carl	Jackson, WY	20	N
Strong, JoDean	Driggs, ID	352	N
Summers, Gary	Sugar City, ID	231	N
Taleghani, Kambiz	Teton Village, WY	380	M
Targhee Powder Emporium	Driggs, ID	20	M
Targhee Ranch Homeowners	Driggs, ID	189	S
Teton County Fair Board	Driggs, ID	37	S
Teton County School Dist. 401	Driggs, ID	40	S
Teton Creek Resort, L.L.C. c/o Cy Richard	Jackson, WY	32	S
Thomas, Edwin James, II	Jackson, WY	49	S
Voorhees, Don	Driggs, ID	155	N
Total Stockholders 58		5855	Total shares

**BYLAWS
OF
GRAND TETON CANAL COMPANY, LIMITED**

Approved at Annual Meeting

March 27, 2003

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BYLAWS
OF
GRAND TETON CANAL COMPANY, LIMITED

ARTICLE I

CORPORATE PURPOSE AND AUTHORITY

Section 1. Purpose

This corporation was originally organized and now exists under and by virtue of the laws of the State of Idaho as a non-profit corporation for the sole and exclusive purpose of appropriating or owning rights to the use of the public waters, and for the construction, operation and maintenance of an irrigation system for diverting such waters from the public supply in order to convey and deliver the same in a convenient and economical manner to its stockholders for use upon their lands.

Section 2. Power

Except as otherwise provided in these Bylaws, the Articles of Incorporation of this corporation and the laws of the State of Idaho, all authority and power with respect to the corporation shall be vested in the stockholders.

Section 3. Principal Office

The principal office of the corporation in the State of Idaho shall be located in the County of Teton, State of Idaho.

Section 4. Depositories

The monies of the corporation shall be deposited in the name of the corporation in such depository or depositories as may be designated by the Board of Directors, and shall be withdrawn therefrom only by appropriate instruments signed by the officer or officers designated by resolution of the Board of Directors.

Section 5. Inspection of Records

All books, papers and records of the corporation in the hands of any officer of the corporation shall be subject to inspection by any officer, director or stockholder of the corporation during the corporation's regular hours of business or during any regular or special meeting of the Board of Directors or stockholders.

ARTICLE II

SERVICE AREA, IRRIGATION SYSTEM AND WATER RIGHTS

Section 1. Service Area

The service area of the corporation shall include:

(a) irrigated lands All lands of the stockholders to which water rights of the corporation are legally appurtenant and which are lawfully irrigated during each irrigation season with water diverted by the corporation pursuant to such rights through the irrigation system of the corporation. The corporation's service area is comprised of approximately 7,308 acres which includes the following:

TWP	RNG	SEC	NE1/4				NW1/4				SW1/4				SE1/4				TOTALS
			NE	NW	SW	SE	NE	NW	SW	SE	NE	NW	SW	SE	NE	NW	SW	SE	
			1/4	1/4	1/4	1/4	1/4	1/4	1/4	1/4	1/4	1/4	1/4	1/4	1/4	1/4	1/4	1/4	
5N	45E	10	40	40	40	40									40	40	40	40	320
		11	40	40	40	40	40	40	40	40	40	40	40	40	40	40	40	40	640
		12	40	40	40	40	40	40	40	40	40	40	40	40	40	40	40	40	640
		13	40	40	40	40	40	40	40	40	40	40	40	40	40	40	40	40	640
		14	40	40	40	40	40	40	40	40	40	40	40	40	40	40	40	40	640
		15	40			40					40	40	40	40	40	40	40	40	400
		22	40	40	40	40	40	40	40	40	40	40			40	40	40	40	560
		23	40	40	40	40	40	40	40			40	40	40	40	40	40	40	560
		24	40	40	40	40	40	40	40	40	40	40	40	40	40	40	40	40	640
		25	40				40	40	40	40	40	20							260
		26					20	40	40	20		40	40						200
		27	40	40	40	40	40		40	40	40	40	40	40	40	40	40	40	600
		34	40																40
		35						40											40
5N	46E	7					40	40	40	40	40	40	40	40					320
		18									40	40	40	40					160
		19	40	40	40	40	40	40	40	40	40	40	40	40	38	40	40	30	588
		20							40			20							60
TOTAL																			7308

(b) delivery agreements Such additional lands of the stockholders as may be conveniently irrigated through the same irrigation system of the corporation, without injury to the water rights or irrigation system of the corporation, provided, that such lands are added to the service area or that the service area of the corporation is modified in compliance with the provisions of Idaho law and these Bylaws. Delivery of water through the irrigation system of the company to lands which are not, or have not formally been included as provided by these Bylaws within the service area of the corporation, whether such delivery be by agreement or otherwise, whether such land is owned by a stockholder or some other person,

and whether the water so conveyed was diverted from the public or a private source of supply under rights of the corporation, a stockholder or any other person, shall not constitute a dedication of such water right to such land, shall not constitute a formal inclusion of such land within the service area of the corporation, and shall not obligate the corporation to continue to deliver such water except under the terms of any formal agreement to do so into which the corporation may be authorized by law or these Bylaws to enter.

(c) Fremont - Madison storage water With specific respect to the Fremont - Madison Irrigation District storage water rights held individually by many of the stockholders of the corporation, the corporation shall not be responsible for delivery of water which may be available under such rights in the absence of a formal agreement to do so between the corporation and the holder of any such storage water right.

Section 2. Irrigation System

(a) description The irrigation system of the corporation shall consist of all works, structures, facilities and equipment, including any and all dams, overflows, checks, weirs, head gates, canals, ditches, laterals, pipelines, flumes, culverts, pumps, and measuring devices, as well as all real and personal property rights of every name, nature and description, including any prescriptive easements, owned or used by the corporation, or which may be acquired or used hereafter by the corporation for the purpose of diverting water under the water rights of the corporation from the public, or any private, water supply and conveying the same to the lands of its stockholders for use thereon. The irrigation system of the corporation as it presently exists is generally described as follows:

The main canal of the company has its diversion point on Teton Creek in Wyoming near the town of Alta, in the NWNW Section 29, Twp.44N. Rng. 118W. From there the canal flows in a generally westerly direction down the canyon and crosses into Idaho. It splits into several laterals within the service area of the company to supply water to the lands of the stockholders.

(b) ownership of structures The corporation hereby reasserts ownership of the above described irrigation system, including specifically, but without limitation, the head gates, canals and other structures necessary for the diversion into and delivery of water from said irrigation system to lands of stockholders of the corporation, whether served individually or jointly by said system. No changes other than minor improvements or repairs in the irrigation system, whether by means of rerouting any portion thereof, or by deleting from or adding to the same shall be made, except with the approval by majority vote of the stockholders present at any regular or special stockholders' meeting. The corporation, having heretofore assumed the obligation of construction, operation and maintenance of the irrigation system of the corporation, hereby reasserts its obligation to operate, maintain, protect, repair and replace such irrigation system and all essential and proper parts thereof during the life of the corporation. Any construction or maintenance of particular structures forming a part of said system which the corporation may permit to be undertaken by any individual stockholder or group thereof is on the condition that such structure remains in the ownership of the corporation and that such construction or maintenance shall be in accordance with plans and specifications approved by designated officers of the corporation.

(c) crossing structures The construction or installation of structures for the purpose of crossing a canal or lateral of the corporation for usual and reasonable purposes shall be permitted; provided however, that any person or entity desiring to do so shall

first present a written proposal for the same to the board of directors of the corporation for approval. Each such proposal shall contain drawings showing the location of the proposed crossing and the proposed design of the structure, including a description of the materials to be used, methods and time of construction. No such structure will be permitted to narrow the width of the canal at the proposed location, and must be no less than one foot higher at its lowest point than the water surface of the canal or lateral at its maximum capacity. No construction shall be undertaken without prior written approval of the board and without satisfactory assurance that the work will be done in a timely and workmanlike manner with no weakening of the banks of the canal or lateral or obstruction of the capacity of the canal or lateral, and that the site will be left in a clean and visually attractive condition when the work is completed. The decision of the board shall be given, in writing, within thirty (30) days of the receipt by the board of the written proposal.

(d) maintenance and repair The corporation shall, at corporate expense, originally install and shall thereafter maintain, repair and replace, as necessary, headgates or other appropriate structures at each point of delivery from the corporation's system where such points are presently located or as they may hereafter be relocated or modified by the Board of Directors, through which water shall be delivered into the receiving facilities of each stockholder or group of stockholders in accordance with the respective rights of each, which head gates or other structures shall be equipped with a satisfactory measuring device, by means of which that corporation's manager or his assistant may readily measure and ascertain the amount of water being delivered to such stockholder or group of stockholders at

any time. Each such head gate or other delivery structure shall also be equipped so that the flow of water through it may be adjusted and completely stopped, as well as locked in any position.

Section 3. Water Rights

The water rights of the corporation, whether acquired by appropriation, transfer, purchase, contract or otherwise, presently consist of the following:

List of Water Rights

<u>RIGHT NO.</u>	<u>PRIORITY</u>	<u>AMOUNT IN CFS</u>	<u>SOURCE</u>
22-277	May 1, 1892	109.97 cfs	Teton Creek
22-4140	May 1, 1898	60.0 cfs	Dry Creek
22-144	January 22, 1916	210.00 cfs	Teton Creek

Section 4. Uses of System

No use shall be made of the irrigation system or water rights of the corporation other than for the conveyance of water by and for the corporation and its stockholders, nor shall any stockholder or other person or entity permit the draining of seepage and waste water into the system or erect or maintain any structure on or across any portion of the system without the written permission of the Board of Directors. Any such use or activity shall be permitted only on the condition that such permitted use or activity will not interfere with the proper operation and maintenance of any part of the system by the corporation.

ARTICLE III

STOCK

Section 1. Outstanding Stock

The corporation has previously issued stock or shares of the corporation represented by certificates of the corporation showing the name of the person to whom such

stock was issued, the number of shares, the date of issuance and other information. There are presently 10,000 shares of stock authorized for issuance by the corporation, of which 5,855 shares are outstanding in the names of the individual stockholders of the corporation.

Section 2. What Stock Represents

Each share of stock represents, measured at the corporation's points of diversion from the public water supply, the same proportionate share of water to which the corporation is at any given time entitled by virtue of the rights held by the corporation as said share of stock bears to the total number of issued and outstanding shares of stock of the corporation, less the same proportion of the total transmission losses incurred by the corporation in the conveyance of water through the irrigation system, together with the right to have such water conveyed through the corporation's irrigation system and delivered at the designated point of delivery on said system into the receiving facilities of the holder of such stock for use upon the lands of such stockholder. The corporation shall have no further duty other than to deliver, at the point of delivery of each stockholder, such stockholder's proportionate share of the water to which the corporation is entitled, less such stockholder's proportionate share of all transmission losses; provided, however, the corporation may, in the discretion and by the approval of the Board of Directors, carry and transport additional water, the right to the use of which is owned or rented by a stockholder or other person or entity, for a carrying charge to be determined by the Board of Directors, so long as such service does not interfere with the efficient and orderly management of the corporation's irrigation system.

Section 3. Issuance of Certificates of Stock

Each stockholder of the corporation who now holds stock therein shall be entitled to a certificate or certificates showing the amount of his stock in the corporation, and each stockholder of the corporation who hereafter acquires stock from the corporation, when that stock has been paid for in full, shall be entitled to a certificate or certificates. The ownership of the amount of stock of the corporation represented by any such certificate shall be recorded in the stock transfer book of the corporation in the name of the stockholder. Stock certificates shall be issued in numerical order from the "Stock Certificate Book", including stock that has heretofore been issued, shall bear the serial number and the date of issuance, shall be signed by the President and Secretary, shall have affixed thereto the seal of the corporation and, subject to statutory requirements, shall be in the form prescribed by the Board of Directors. A full record of each stock certificate, heretofore issued and hereafter to be issued, shall be entered on the corresponding stub of the Stock Certificate Book. The Board of Directors shall have the power to sell additional authorization shares of stock of the corporation, or shares that are held by the corporation as treasury stock, but only after the Board has determined that water can be conveniently delivered through the company system to the land proposed to be irrigated by virtue of the ownership of such stock, and that the proposed use of water represented by such stock will not injure the corporation or any of its shareholders.

Section 4. Appurtenancy of Rights Represented by Stock

All of the water rights and conveyance or ditch rights of the corporation are appurtenant to the lands of the stockholders, identified herein as the "service area" of the

corporation, which are benefitted thereby. Except as otherwise provided in this section, and subject to the provisions of Article VIII, Section 1 of these Bylaws, no share of stock may be owned except by the record title holder of the specific land to which the water and conveyance rights represented by such share are appurtenant. Except as otherwise provided in this section, and except as otherwise provided in Article VIII, Section 1 of these Bylaws, no share of stock may be transferred, retained or otherwise dealt with unless it is transferred, retained or dealt with as part of a transaction involving the specific land to which the water and conveyance rights represented by such share of stock are appurtenant. Any conveyance of record title to such land also constitutes a transfer of the water and ditch rights appurtenant thereto. If the record title to any land within the corporation's service area, to which water and conveyance rights represented by shares of stock are appurtenant, is changed or modified for any reason, the ownership of such shares of stock shall also be changed or modified on the records of the corporation to reflect the change or modification in the record title to such land. Whenever it becomes necessary to transfer, change or modify a certificate for shares of stock, the stock certificate shall be surrendered to the Secretary of the Corporation, and the Secretary shall make the new certificate or certificates necessary to reflect such changes in ownership of said land and stock in accordance with the procedures for transfers of stock set out in Section 6 of this Article.

Section 5. Procedure for Changing Place of Use of Water

(a) transfers within service area Whenever a stockholder desires to change the place of use of all or any portion of the proportionate share of the corporation's water and ditch rights represented by shares of stock outstanding in his name, or to change the

location where water is delivered from the corporation's irrigation system to his lands, or the manner in which such delivery is made, such stockholder shall request the same in writing, and such request shall be delivered to the Secretary. Such request shall describe the proposal in detail. In the case of a request to change the location of the point of delivery or the manner or means thereof, the request shall describe both the present point and the proposed new location, as well as any proposed modification in structures or other proposed modifications, In the case of a proposed change in place of use, the request shall identify the amount of the water right proposed to be transferred, the specific acres of land where water has been used pursuant to such right, the specific acres to which the right is proposed to be transferred, and the reasons for such proposed transfer. The Secretary shall present any such written request at the next regular or special meeting of the Board of Directors, which shall consider such request but shall not be required to make a decision until satisfied that it has adequate information; provided, that such decision shall be rendered in any event within sixty (60) days of receipt by the secretary of such written request. If the Board of Directors finds that such transfer or change can be made without injury to the rights of the corporation and its stockholders and would not violate any applicable provisions of Idaho law, it shall approve the same. The decision of the directors shall be in writing, and a copy thereof, together with the written request of the stockholder, shall be kept in the records of the corporation.

(b) transfers out of service area Whenever any request is made to transfer the place of use to lands not currently within the service area of the corporation, or whenever otherwise required by law, the directors shall further determine whether such lands can be conveniently irrigated through the irrigation system of the corporation, or whether such

in, any stock certificate on the part of any other person, whether or not the corporation has actual or constructive notice thereof, except as otherwise expressly provided by law.

Section 8. Loss or Destruction of Stock Certificate

In the event of loss or destruction of any certificate of stock, another may be issued in its place on satisfactory proof of such loss or destruction furnished to the Secretary. Satisfactory proof of loss or destruction shall be made by affidavit. Any such new certificate shall be plainly marked "Duplicate" on the face thereof. In the event of the death or incompetency of any stockholder, no transfer of stock outstanding on the records of the corporation in his name shall be made unless satisfactory proof thereof be furnished to the secretary in the form of an affidavit by the person seeking to have the certificate reissued in his name showing the reasons therefore and satisfactory information to prove he is the proper person to whom the certificate should be reissued.

Section 9. Limit on Amount of Stock to be Transferred

On and after the effective date of these By-Laws, no stock shall be transferred on the books of the corporation and no certificate will be issued for amounts less than twenty (20) shares, except for smaller amounts of stock which may already have been issued prior to the effective date of these By-Laws. From and after the effective date of these By-Laws, any stock held in amounts less than twenty (20) shares shall not be further divided. In the event that land within the corporation's service area to which water and conveyance rights are appurtenant by virtue of stock held by the owner of such land, is divided into tracts or parcels smaller than twenty (20) acres, the corporation shall require the owners of such subdivided tracts or parcels to form a formal entity having the legal capacity to hold stock, and

any new certificate requested to be issued as a result of the change in ownership of such real property, shall be issued by the corporation only to such entity.

ARTICLE IV

STOCKHOLDERS' MEETINGS

Section 1. Date and Purpose for Annual Stockholders' Meeting

The annual meeting of the stockholders of the corporation shall be held, commencing with the year 2003, on the 3rd Monday in February of each year of the corporation's existence, or on such other date as the Board of Directors may decide. This meeting shall be held in Driggs, Teton County, Idaho, or at such other place in Teton County, as may be designated by the Board of Directors starting at 7:00 o'clock p.m., unless a different hour is specified by the Board of Directors. At this meeting, an election shall be held to elect directors to the offices for which the terms of office of the current directors have expired. The term of office of the directors so elected shall be as prescribed in these Bylaws or until their successors have been elected and qualified. Officers of the corporation shall present their annual reports; and such other business relating to the corporation may be transacted as shall properly come before the meeting.

Section 2. Order of Business

At all meetings of the stockholders the following order of business shall be observed so far as consistent with the purposes of the meeting:

- | | |
|------------------------|--------------------------|
| 1. Call to Order | 6. Report of Secretary |
| 2. Proxy Report | 7. Report of Manager |
| 3. Reading of Minutes | 8. Election of Directors |
| 4. Report of President | 9. Unfinished Business |
| 5. Report of Treasurer | 10. New Business |

Section 6. Waiver of Notice

Notice of the time, place and purpose of any meeting of the stockholders need not be given to any stockholder who attends such meeting in person or by proxy. If any stockholder shall waive notice of any stockholders meeting by a writing filed in the records of the meeting, notice thereof need not be given to him. No notice of any reconvened meeting, regular or special, need be given when the regular or special meeting was properly called but was adjourned for lack of a quorum or by reason of inability to complete the business that was properly before the original meeting.

Section 7. Voting at Stockholder Meetings

(a) one vote per share At each regular or special stockholders' meeting each stockholder shall be entitled to one (1) vote, either in person or by proxy, for each share of stock outstanding and registered in his name at the time of the closing of the transfer books for that meeting. The transfer books of the corporation shall be closed twenty (20) days prior to any such meeting.

(b) ballots, plurality and majority Each ballot cast shall have endorsed thereon the number of shares voted thereby and for whom or for what the vote is cast. Each ballot shall be signed by the holder thereof or by the person holding the proxy therefor and shall contain the name of the person for whom the proxy acts. A plurality of votes cast for any one candidate shall be sufficient to elect the candidate to the office of director. All other matters submitted to a vote of the stockholders shall be decided by a majority of the votes cast, unless otherwise specifically provided by law or by these Bylaws.

terms of the directors shall be staggered in such manner that three directors are elected one year and two directors the next year, and so on. The present directors shall serve the remainder of their terms of office which are as follows:

<u>Director</u>	<u>Term of Office Expires at Annual Meeting in year shown</u>
Lavell Johnson	2004
John Lethan	2003
Lowell Curtis	2004
Steven Johnson	2003
Stanton Nickell	2003

(b) qualifications of directors No person shall be eligible to be elected or to serve as a director of the corporation unless he is a stockholder of the corporation and holds the record title to land within the corporation's service area. Failure to possess any of the foregoing qualifications at any time during his term of office shall operate as an immediate resignation and constitute a forfeiture of his office.

(c) election of directors The election of directors shall be held at the regular annual meeting of the stockholders for each of the positions of director for which the term of office of the present director expires. All of the stockholders of the corporation shall be entitled to vote for each director to be elected.

Section 3. Vacancies

All vacancies on the Board of Directors shall be filled by appointment by the remaining members of the Board of Directors at any regular or special meeting. The director thus selected to fill any vacancy shall hold office for the unexpired term for which he is appointed and until his successor is elected and qualified.

Section 4. Meetings of Board

The Board of Directors elected at the annual meeting shall hold its first organizational meeting within three (3) days of the election of the members of the Board as provided in this Article, which meeting shall constitute the only regular meeting of the Board of Directors for the year. Special meetings of the Board may be called at any time by the President, or in his absence or disability, by the Vice-President, or by any two (2) directors, such call stating the time and place of such meeting and the purposes for which it is to be held.

Section 5. Notice of Meetings

Notice of special meetings of the Board of Directors shall be given by the Secretary by mailing notice thereof to each member's last known post office address, as supplied to the Secretary by each member, postage prepaid, at least three (3) days before the time fixed for such meeting, such notice giving the time, place and purpose or purposes thereof, but, subject to obtaining written waivers of such notice by all the directors, meetings may be called on the giving of oral notice only. Except as stated in Section 6 hereof, no business shall be transacted at any such special meeting other than that indicated in the notice.

Section 6. Waiver of Notice

Notice of any meeting need not be given to a director if he shall waive notice in writing which is filed with the records of the Secretary, either before or after the meeting. Any business may be transacted at any meeting at which every director is present and to which every director agrees even though the business is not indicated in

the notice or call of the meeting. Any meeting of the Board shall be a valid meeting without notice thereof being given to the individual directors if all the directors shall be present at that meeting or shall subsequently waive notice of the meeting.

Section 7. Quorum

A majority of the whole Board of Directors shall be necessary to constitute a quorum for the transaction of business, and the majority of the members in attendance at any Board meeting shall, in the presence of a quorum, be decisive of the action of the Board, except as otherwise provided in the Bylaws or Articles of Incorporation, or as required by law. If, however, by reason of resignation or otherwise, the remaining directors at any given time comprise less than a quorum, they may meet to fill vacancies as herein provided.

Section 8. Compensation of Directors

The directors shall receive no salary, but shall be paid the sum of \$25.00 per hour, but not less than \$25.00, for attendance at each regular or special meeting of the Board of Directors, except as this limit may be revised by the stockholders from time to time. The directors shall also be paid their expenses, actually and necessarily incurred, on behalf of the corporation, whether in attendance at the corporation's meetings or otherwise.

Section 9. Indemnification of Directors

Each director and officer of the Corporation, now or hereafter serving as such, shall be indemnified and held harmless by the Corporation against any and all claims and liabilities to which he has or shall become subject by reason of serving

or having served as a director or officer of the Corporation, except for claims and liabilities arising out of said director's purposeful misconduct or gross negligence.

ARTICLE VI

OFFICERS

Section 1. Names and Terms of Officers

The officers of the corporation shall be a President, a Vice-President, a Secretary and a Treasurer, each of whom, except for the Secretary and Treasurer, shall be elected by the directors at the regular annual meeting of the Board of Directors. These officers shall hold office for one (1) year, and until their successors have been elected and qualified. The officers shall be elected from among the directors, except that the offices of Secretary and Treasurer may be filled by persons other than director or stockholders. The Board, in its discretion, may provide that the office of Secretary be combined with that of Treasurer to be held by one (1) person. .

Section 2. President's Duties

The President shall preside at all the meetings of the directors and of the stockholders. He shall, under the general direction of the Board of Directors, have supervision of all the affairs of the corporation. He shall sign all certificates of stock issued by the corporation. He shall, except as otherwise directed by the Board of Directors, sign or countersign, as may be necessary, all bills, notes, checks, contracts and other instruments as may pertain to the ordinary course of the corporation's business. He shall sign, when authorized by the Board of Directors, all contracts, deeds, bonds, mortgages and other instruments of a similar nature. He shall perform such other duties

as may properly be required of him by the Board of Directors. The President may vote at all meetings, including any stockholders' meetings.

Section 3. Vice-President's Duties

The Vice-President shall possess all of the powers and perform all of the duties of the President in the event of the death, absence or disability or refusal to act on the part of the President, such authority to extend until a new President has been elected and qualified; the Vice-President shall also have such powers and discharge such other duties as may be assigned to him from time to time by the Board of Directors.

Section 4. Secretary's Duties

The Secretary shall: (1) keep full minutes of all meetings of the stockholders and directors; (2) give notice of meetings of stockholders and directors in accordance with the provisions of these Bylaws; (3) be the custodian of the stock certificate book; (4) sign, with the President, all certificates of stock issued or reissued by the corporation; (5) be custodian of the corporation's seal, attesting all contracts and other documents requiring the corporation's seal and affixing the seal thereto; (6) be custodian of the corporation's Articles of Incorporation and Bylaws; and (7) perform such other duties as may be assigned by the Board of Directors.

Section 5. Treasurer's Duties

(a) general The Treasurer shall: (1) have custody of and be responsible for all moneys and securities of the corporation with the exception of the stock certificate book; (2) keep a full and accurate record of accounts in books belonging to the corporation, showing the transactions of the corporation, its accounts, liabilities and

financial condition; (3) deposit in the name of the corporation all moneys and other forms of negotiable receipts that may come into his hands for the corporation's account, in such depository or depositories as are designated by the directors; (4) be accountable for all other valuable corporate papers, except as provided in Section 4 hereof; and (5) disburse the funds of the corporation in payment of just demands against the corporation or in accordance with general or special directions of the Board of Directors making proper vouchers for such disbursements.

(b) reports The Treasurer shall prepare and submit a full report of the financial condition of the corporation to the annual meeting of the stockholders, and, generally, shall perform all duties incident to the position of Treasurer, subject to the control of the Board of Directors.

(c) bond The Treasurer shall give such bond as the Board of Directors may require for the faithful performance of the duties of his office and for the restoration to the corporation, in the event of death, resignation or removal from office, of all books, papers, vouchers, money or other property of whatsoever kind in his possession belonging to the corporation.

Section 6. Absence, Inability to Act and Vacancies

In the event of the absence or inability to act of any officer of the corporation, or of any person herein authorized to act in his place, the Board of Directors from time to time may delegate the powers and duties of such office to such other officer, or to any director, or to any other stockholder whom it may select. Vacancies in any

office arising from any cause may be filled by the Board of Directors at any regular meeting or any special meeting called for that purpose.

Section 7. Salaries

The salaries and fees of all officers and agents of the corporation other than the Directors shall be fixed by the Board of Directors.

Section 8. Removal of Officers

Any officer elected by the Board of Directors may be removed at anytime, with or without cause, by the Board of Directors.

ARTICLE VII

MANAGER OF IRRIGATION SYSTEM

Section 1. Employment of Manager

The Board of Directors at any regular or any special meeting shall provide for the employment of a manager who shall work under the supervision and direction of the Board of Directors and the President. The Board of Directors shall employ a Manager each year, at such times, on such terms and for such compensation as may be established by the Board of Directors.

Section 2. Manager's Duties

(a) manager and assistants It shall be the duty of the Manager, and such assistants as may from time to time be employed by the Board of Directors, to operate and maintain the irrigation system of the corporation under the control and direction of the Board of Directors to effect the purposes of the corporation; specifically, the Manager and any assistants shall:

(b) operate and maintain system Operate and maintain the irrigation system of the corporation to permit the diversion, by the corporation through its diversion works, and the conveyance through its system of canals, ditches and other structures, of water which the corporation is entitled to divert from the public water supply pursuant to its water rights. The Manager shall do all things necessary and proper as directed by the Board of Directors to keep the diversion works and the conveyance system of the corporation clean and in good repair, to the end that water may be diverted and delivered to the stockholders for the proper irrigation of their lands.

(c) delivery of water Deliver the water diverted from the public supply by the corporation to each stockholder at such stockholder's designated point of delivery from the corporation's system in the proportion each such stockholder's shares bear to the total outstanding shares of the corporation, less the proportionate share of transmission losses. It shall be the duty of each stockholder or group of stockholders entitled to receive water through any designated point of delivery to keep his or their facilities for receiving water, after the same has passed through the headgate or other delivery structure of the corporation, in such condition that such facilities will receive, without waste, the water to which such stockholder or group of stockholders is entitled. The Corporation assumes no responsibility for damage to stockholders or third parties from the use or misuse of water after such water has been delivered through the delivery structure of the corporation at any point of delivery from the corporation's system. If the Manager determines that the facilities for receiving water from the headgate or other structure at any point of delivery from the corporation's system cannot for any reason

receive the water to which any stockholder or group of stockholders is entitled, he shall so notify such stockholder or stockholders and shall have no responsibility for delivering more water than can, in the sole discretion of the Manager, be received, unless and until adequate measures are taken by such stockholder or group of stockholders to place such receiving facilities in proper condition to receive the full water entitlement.

(d) control and measurement Have exclusive control of the adjustment and locking of all head gates or other delivery structures through which stockholders receive water, as well as exclusive control of all measuring devices at such head gates or other structures. The Manager shall measure as accurately as practicable all water delivered through each such point of delivery and shall keep daily records of such deliveries, which records shall be available for examination and inspection by stockholders as provided in Article 1, Section 5 of these Bylaws. To the extent practicable and consistent with the optimum use of the entire system of the corporation and in accordance with his entitlement by virtue of stock ownership, each stockholder shall be entitled to receive water in such amounts and at such times as he may desire. To the extent possible, all requests to the Manager by stockholders for increases or decreases in the amount of water any such stockholder is receiving shall be made not less than twenty-four (24) hours before the increase or decrease is to be made.

ARTICLE VIII

ASSESSMENTS

Section 1. Purpose of and Power to Levy Assessments and Procedures

Monies necessary for the payment of corporate indebtedness, for carrying on the business of the corporation, for maintaining and operating the corporation's irrigation system, or for any other purpose the directors determine to be in the best interests of the corporation, shall be raised by assessments levied from time to time in the manner provided by the laws of the State of Idaho and these Bylaws. Such assessments shall be based on the number of outstanding shares of stock held or owned by the owners of land within the corporation's service area, excluding shares of stock held by the corporation as treasury stock. In addition to such assessments, the corporation may make reasonable charges to offset related expenses in connection with the diversion, conveyance, drainage or delivery of water to any shareholder or other person or entity with whom the corporation may contract. Nothing herein shall be construed to prevent or limit the power of the corporation to borrow or enter into appropriate financing agreements.

(a) amount of assessment On or before the first day of March of each year, the Board of Directors shall meet and determine the amount of the assessment to be levied for the coming year and shall divide said assessment by the number of issued and outstanding shares of stock of the corporation, excluding shares held as treasury stock and unissued stock, to determine the amount to be assessed per share.

(b) order of levy As a result of such meeting, the Board of Directors shall make an order levying assessment, in the form set forth under subsection (g)(1) of this Article, specifying therein the amount of the assessment, and when and to whom payable, including the address of the officer to whom assessments shall be paid. Said order of assessment shall also fix the day subsequent to the full term of publication of the assessment notice on which the unpaid assessments will be delinquent, which day shall be not less than thirty (30) nor more than sixty (60) days from the time of making the order levying the assessment, and shall fix a date for the sale of delinquent shares which shall be not less than fifteen (15) days nor more than sixty (60) days from the day the shares are declared delinquent.

(c) notice of levy Upon making the order, the Secretary shall prepare a notice in the form set forth in subsection (g)(2) of this Article and shall cause the same to be published once a week, for four (4) successive weeks, in a newspaper of general circulation, published in the county where the registered office is situated, or if no paper is published in said county, then in some newspaper having general circulation therein. The Secretary shall also cause a copy of said notice to be mailed to each stockholder at his last known address. The responsibility for providing such address to the Secretary shall be that of each stockholder. The copy of the notice sent to each individual stockholder shall show, in addition to all other information required by law, the total amount of the assessment for which each such stockholder is obligated.

(d) power to refuse to deliver water for unpaid assessment The Board of Directors may also, at its discretion, provide in the making of the order levying

assessment, that no water will be delivered until the assessment for the current year is paid or reasonable security given for payment thereof. In such event, the notice shall also contain a statement to such effect. Delivery of water may not be withheld for the purpose of collecting assessments due from previous years.

(e) notice of delinquency and sale of stock If any portion of an assessment due from any stockholder remains unpaid on the day specified in the notice for declaring the shares delinquent, the Secretary shall, unless otherwise ordered by the Board of Directors, cause to be published, for ten (10) consecutive days, excluding Sundays and legal holidays if a daily newspaper, or once each week for two (2) successive weeks if a weekly newspaper, a notice in the form set forth in subsection (g)(3) of this Article, a copy of which shall also be mailed by registered or certified mail to the last known address of the delinquent stockholder. The responsibility for providing such address to the Secretary shall be that of each stockholder. The date specified in such notice for sale of the stock of the delinquent stockholder to pay the delinquent assessment, together with costs of sale, publication and interest, shall not be sooner than ten (10) days following the date of first publication. At the sale of delinquent stock, the stock shall only be offered for sale to the corporation.

(f) filing a claim of lien In addition, the Secretary shall, on or before the first day of April of each year, file for record with the county recorder of Teton County, a statement in writing in the form set forth in subsection (g)(4) of this Article. In the event any amount of the assessment remains unpaid by November 1 of such year, the board may instruct the Secretary to file a claim of lien against the lands of each

individual stockholder whose stock is then delinquent, before the first day of the following January in the form set forth in subsection (g)(5) of this Article. No delinquency shall be allowed to remain so by the Board of Directors for any reason for more than two (2) years following the date of the filing of said claim of lien, and in any event, if such delinquency continues, the Board of Directors shall institute appropriate legal proceedings to foreclose such lien within said two (2) year period.

(g) forms Unless and until otherwise provided by law or these Bylaws, the forms to be used for the foregoing referenced "Order Levying Assessment", "Notice of Assessment", "Notice of Delinquent Assessment", "Statement of Assessment", and "Claim of Lien", shall be as follows:

(1) Order Levying Assessment

The Board of Directors of the Grand Teton Canal Company, having met on the ____ day of _____, _____, and having determined the total expenses of the corporation for the previous year and having estimated the probable expenses of the corporation for the coming year, now hereby levy the assessment for the period commencing _____, and ending _____, _____, as follows:

1. Total amount of assessment: _____.
2. Amount per share: _____.
3. Payable on or before _____, _____.

4. All payments of assessment are to be made to the Secretary-Treasurer of the corporation, Grand Teton Canal Company, Limited, in person or at the following address:

5. The day subsequent to the full term of publication of the assessment notice, on which the unpaid assessments will be delinquent, is the date fixed for sale of delinquent shares, the _____ day of _____, _____.
6. (OPTIONAL) No water shall be delivered through the irrigation system of the corporation to any stockholder whose share of this assessment remains unpaid during the coming irrigation season until such assessment be paid in full or reasonable security be given for payment thereof.

By Order of the Board of Directors

Dated this _____ day of _____, _____.

(seal)

President

Attest:

Secretary

(2) Notice of Assessment

The Grand Teton Canal Company, Limited, (address of office), Idaho.

NOTICE IS HEREBY GIVEN that at a meeting of the directors held on _____, _____, an assessment of \$_____per share was levied upon the capital stock of the corporation payable to the Secretary-Treasurer of the corporation, (name) _____, in person or at his address, _____ (address) _____, on or before _____, _____. Any shares upon which the assessment remains unpaid on (date assessments due) _____, will be delinquent and advertised for sale as provided in Article VIII, Section, and unless payment is made before, will be sold on (date fixed for sale or delinquent shares) _____, to pay the delinquent assessment, together with interest thereon at the rate of eight percent (8%) per annum, from the date of delinquency, costs of advertising and expenses of sale.

(Optional: No water will be delivered during the coming irrigation season until such assessment is paid or reasonable security, satisfactory to the Board of Directors, is given therefor.)

Dated this _____ day of _____, _____.

Secretary

Address of Registered Office

The copy of this Notice which is sent to each individual stockholder shall contain the additional following information to be set forth at or near the bottom of the Notice:

Stockholder's name: _____

Certificate No.: _____

Total number of shares: _____

Total amount of your assessment: _____

individual stockholder whose stock is then delinquent, before the first day of the following January in the form set forth in subsection (g)(5) of this Article. No delinquency shall be allowed to remain so by the Board of Directors for any reason for more than two (2) years following the date of the filing of said claim of lien, and in any event, if such delinquency continues, the Board of Directors shall institute appropriate legal proceedings to foreclose such lien within said two (2) year period.

(g) forms Unless and until otherwise provided by law or these Bylaws, the forms to be used for the foregoing referenced "Order Levying Assessment", "Notice of Assessment", "Notice of Delinquent Assessment", "Statement of Assessment", and "Claim of Lien", shall be as follows:

(1) Order Levying Assessment

The Board of Directors of the Grand Teton Canal Company, having met on the ____ day of _____, _____, and having determined the total expenses of the corporation for the previous year and having estimated the probable expenses of the corporation for the coming year, now hereby levy the assessment for the period commencing _____, and ending _____, _____, as follows:

1. Total amount of assessment: _____.
2. Amount per share: _____.
3. Payable on or before _____, _____.

4. All payments of assessment are to be made to the Secretary-Treasurer of the corporation, Grand Teton Canal Company, Limited, in person or at the following address:

5. The day subsequent to the full term of publication of the assessment notice, on which the unpaid assessments will be delinquent, is the date fixed for sale of delinquent shares, the _____ day of _____, _____.
6. (OPTIONAL) No water shall be delivered through the irrigation system of the corporation to any stockholder whose share of this assessment remains unpaid during the coming irrigation season until such assessment be paid in full or reasonable security be given for payment thereof.

By Order of the Board of Directors

Dated this _____ day of _____, _____.

(seal)

President

Attest:

Secretary

(2) Notice of Assessment

The Grand Teton Canal Company, Limited, (address of office), Idaho.

NOTICE IS HEREBY GIVEN that at a meeting of the directors held on _____, _____, an assessment of \$_____per share was levied upon the capital stock of the corporation payable to the Secretary-Treasurer of the corporation, (name), in person or at his address, _____(address)_____, on or before _____, _____. Any shares upon which the assessment remains unpaid on (date assessments due), will be delinquent and advertised for sale as provided in Article VIII, Section, and unless payment is made before, will be sold on (date fixed for sale or delinquent shares), to pay the delinquent assessment, together with interest thereon at the rate of eight percent (8%) per annum, from the date of delinquency, costs of advertising and expenses of sale.

(Optional: No water will be delivered during the coming irrigation season until such assessment is paid or reasonable security, satisfactory to the Board of Directors, is given therefor.)

Dated this _____ day of _____, _____.

Secretary

Address of Registered Office

The copy of this Notice which is sent to each individual stockholder shall contain the additional following information to be set forth at or near the bottom of the Notice:

Stockholder's name: _____
Certificate No.: _____
Total number of shares: _____
Total amount of your assessment: _____

(3) Notice of Delinquent Assessment

The Grand Teton Canal Company, Limited, (address of office), Idaho

There is delinquent upon the following described shares on account of assessment levied on (date of order levying assessment), (and assessments previous thereto, if any), the several amounts set opposite the names of the respective shareholders as follows:

<u>NAME</u>	<u>NO. OF CERTIFICATE</u>	<u>NO. OF SHARES</u>	<u>DELINQUENT AMOUNT</u>
-------------	-------------------------------	--------------------------	------------------------------

and in accordance with the Bylaws such stock, will be sold at (address of place of sale) on (date of sale) at o'clock .m. of such day, to pay delinquent assessments thereon, together with interest thereon at the rate of eight percent (8%) per annum, from the date of delinquency, the cost of advertising and expenses of sale.

Dated this _____ day of _____, ____.

Secretary

Address of Registered Office

(4) Statement of Assessment

The Grand Teton Canal Company, Limited, (address of registered office), which owns and operates an irrigation system for diverting water and conveying the same to the lands of the stockholders of the corporation, which system is generally referred to as the

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Grand Teton Canal Company irrigation system has levied an annual assessment of \$ _____
_____ per share, all of which is due and payable on or before _____ (date) _____.

Dated this _____ day of _____, _____.

Secretary

(5) Claim of Lien

The Grand Teton Canal Company, Limited, (address of registered office) _____ the
owner and operator of the canal system and irrigation works known generally as the
Grand Teton Canal Company irrigation system, hereby claims and demands a lien for unpaid
and delinquent assessments for the purpose of maintaining and operating its irrigation works
and conducting the business of the corporation. The amounts of claimant's demands after
deducting all just credits and offsets, with a description of the particular tracts or parcels of
land to be charged with the lien and the name of the owner or reputed owner of each such
tract or parcel are set forth below:

1. Name of owner or reputed owner: _____
Amount of demand: \$ _____
Description of tract to be charged: _____
2. Name of owner or reputed owner: _____
Amount of demand: \$ _____
Description of tract to be charged: _____

State of Idaho)
) ss.
County of _____)

_____, being first duly sworn, deposes and says, that he is the duly elected and acting secretary of Grand Teton Canal Company, Limited, that he is responsible for preparing and keeping the assessment records of the corporation, and that he verily believes the foregoing claims of lien for delinquent assessments to be accurate and just.

Secretary

SUBSCRIBED and sworn to before me this ____ day of _____, ____.

(Seal)

Notary Public for Idaho
Residing at: _____
My Commission Expires: _____

ARTICLE IX

CORPORATE SEAL

The corporation shall have an official seal in the following form, which seal shall be impressed on certificates of stock and other agreements entered into by the corporation, which by law requires the seal of the corporation to be so impressed.

(Corporate Seal)

ARTICLE X

AUDITS

It shall be the duty of the Board of Directors to require an annual audit in such form and manner as the Board of Directors shall determine of the records of the corporation by

competent accountants prior to the annual meeting each year. The results of said audit are to be available for inspection by the directors or any stockholder as provided in Article 1, Section 5 of these By-Laws.

ARTICLE XI

AMENDMENTS

These Bylaws may be altered, amended or repealed and new Bylaws may be adopted at any regular or special meeting of the stockholders, after proper notice thereof has been given as required by the laws of the State of Idaho, by an affirmative vote of the stockholders which vote meets the minimum requirements of §42-2401 of the Idaho Code, as the same may be amended.

CERTIFICATION

The above and foregoing is a true and correct copy of the Bylaws adopted at a special meeting of the shareholders of the Grand Teton Canal Company, Limited, held at _____, _____, Teton County, Idaho, on the _____ day of _____, _____, at _____ o'clock ____m.

Secretary

(corporate seal)

G:\WPDATA\KWF\1040 GRAND TETON CANAL CO\BYLAWS frm



Idaho Department of Water Resources

Grand Teton Canal Co Ltd

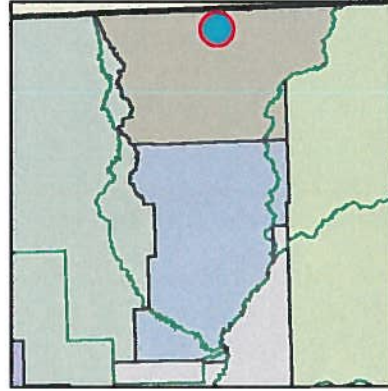
Service Area Boundary

Irrigated Acres = 6911.1

GIS Place of Use Illustration

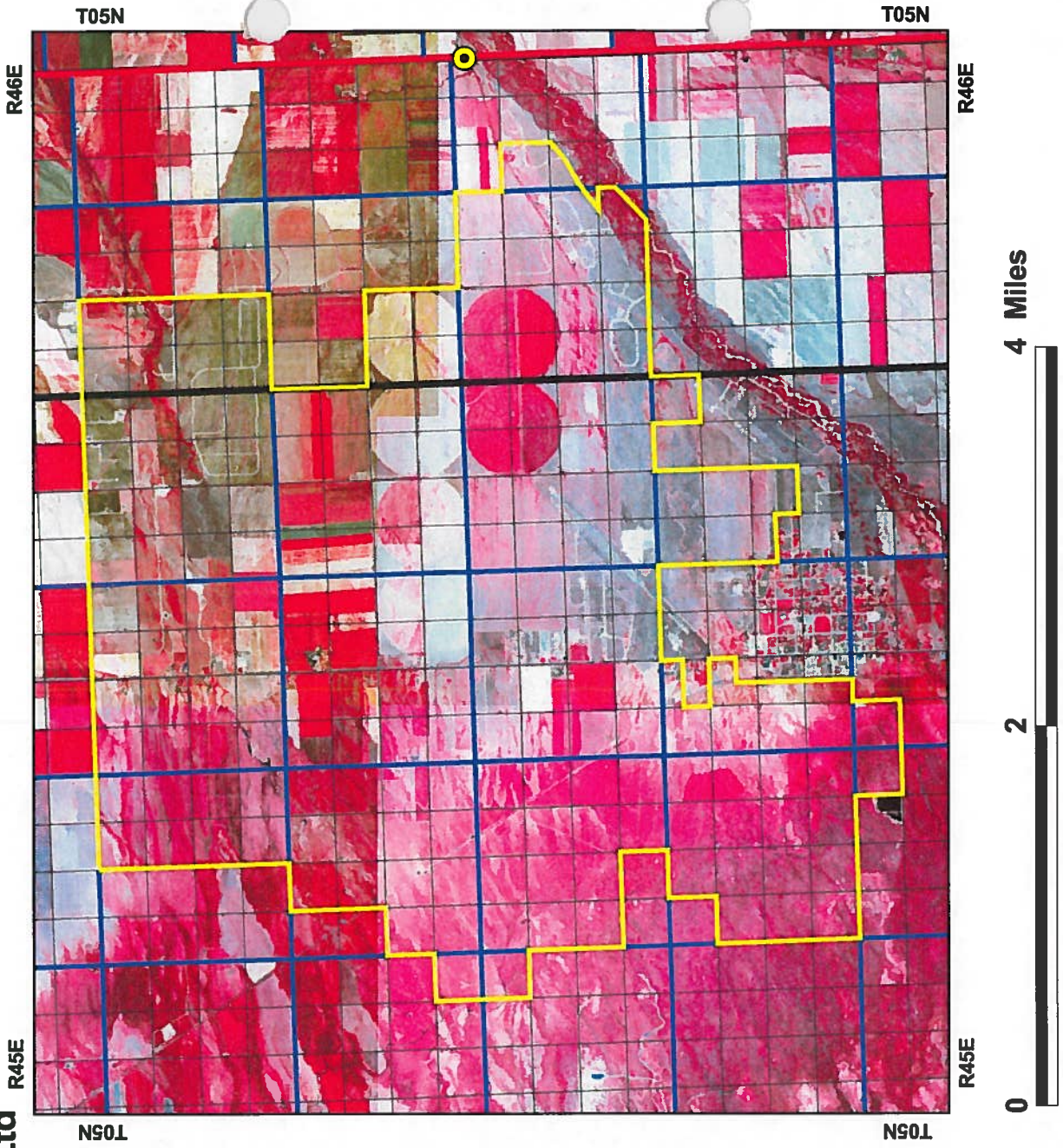
Legend

- Point of Diversion
- Place of Use
- Townships
- PLS Sections
- Quarter Quarters



Teton County
IDWR Basin 22

Prepared by T. Galbraith
On Monday, November 20, 2006
1987/88 Aerial Photography



TABULATION OF ADJUDICATED LANDS

Certificate Record No. 82, Page 308
 Order Record No. 54, Page 316
 Permit No. 7265 E, Proof No. 38232

TOTAL P.03

TWP	RANGE	SEC	NE 1/4				NW 1/4				SW 1/4				SE 1/4				TOTAL	
			NE 1/4	NW 1/4	SW 1/4	SE 1/4	NE 1/4	NW 1/4	SW 1/4	SE 1/4	NE 1/4	NW 1/4	SW 1/4	SE 1/4	NE 1/4	NW 1/4	SW 1/4	SE 1/4		
This appropriation shall be limited to the amount beneficially used for municipal purposes as a rate not to exceed 1.40 c.f.f. at the following described areas of use:																				
5N	45E	23										X	X					X		
		25																		
		26	X	X		X				X					X	X	X	X		
		35	X	X	X	X				X										
OUTSIDE THE CITY LIMITS:																				
5N	46E	19	SHAWNA - 1 dwelling																	
		20	HAWKEYE - 2 dwellings; SHAWNA - 1 business																	
LOCATED IN WYOMING:																				
44N	118W	20	SEASIDE - 1 dwelling																	
		29	HAWKEYE - 1 dwelling																	
This appropriation is valid only if it is changed against that part of the flow of the Teton Creek Drainage allocated to Idaho by the stipulation which is part of the "Boxenna Decree" of the United States District Court entered on February 4, 1921, including the clarifying agreement attached thereto.																				

THE STATE



OF WYOMING

JIM GERINGER
GOVERNOR

GORDON W. FASSETT
STATE ENGINEER

Board of Control

Town Hall Rm 2, PO BOX 277
COKEVILLE, WY 83114
(307) 279-3441
FAX (307) 279-3217

ALLAN CUNNINGHAM
ADJUDICATION OFFICER

WILLIAM JONES, SUPERINTENDENT
WATER DIVISION NO. 1
MICHAEL WHITAKER, SUPERINTENDENT
WATER DIVISION NO. 2
CRAIG COOPER, SUPERINTENDENT
WATER DIVISION NO. 3
JADE HENDERSON, SUPERINTENDENT
WATER DIVISION NO. 4

23 January 1998

Grand Teton Canal Company

~~Melvin Strong, President~~ Lowell Curtis, Secretary
~~275 N Hwy 33~~ P.O. Box 1099
~~Tetonia, ID 83452~~ Driggs, ID 83422

19 Mar 04

Re: Idaho water rights on Teton Creek
without authorization to divert inside Wyoming

Dear Canal Company:

While your Canal irrigates lands which have Idaho water rights that are entitled under the interstate Roxanna Decree to a certain portion of the flow of Teton Creek, these Idaho rights do NOT have authorization from Wyoming to divert inside Wyoming:

<i>City of Driggs</i>	Grand Teton Canal	210 cfs	1/22/1916	Idaho water right #22-0144
	Grand Teton Canal	3.2 cfs	1/22/1916	Idaho water right #22-0626
	Grand Teton Canal	109.97 cfs ¹	5/01/1892	Idaho water right #22-0277 (reduced)
	Central/Rigby Canal ²	1.34 cfs	4/11/1896	decreed in Idaho 9/17/1948 (conflicts)

After consulting with Idaho Department of Water Resources, we have found it necessary under state water law and the interstate Roxanna Decree for the landowners (either individually or with the Canal Company acting in their behalf) to seek authorization to divert these Idaho water rights in Wyoming. Instead of relinquishing the Idaho water rights and applying to the Wyoming State Engineer for a new Wyoming permit, Wyoming could recognize this diversion since the underlying rights would remain accounted under Idaho's interstate apportionment.

affirmation of your
This process requires that you file a petition to the Wyoming State Board of Control for ~~a changed Point of Diversion and Means of Conveyance~~ of these Idaho water rights, and that ~~each landowner~~ *the Canal Company* file with IDWR a claim under the Snake River Basin Adjudication. Only the portion of these water rights that can be defined & confirmed under SRBA will be entertained in your petition to Wyoming.

In response to this problem, IDWR is now accepting SRBA claims for Idaho water rights on Teton and South Leigh creeks that divert inside Wyoming.

The Wyoming petition also requires hiring a Wyoming-licensed surveyor to submit the

Wyoming State
Route 118
Road

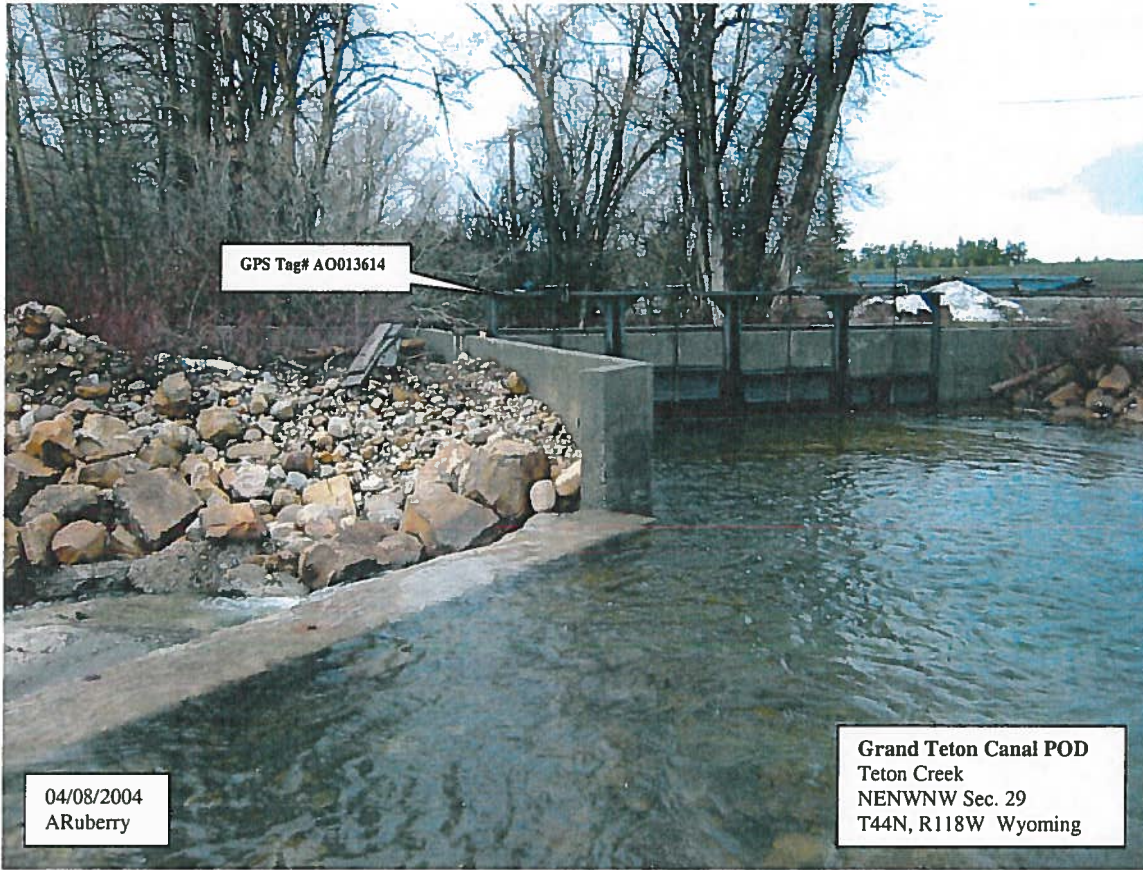


CPS 7th AD 14228

Teton Canal
Road Side

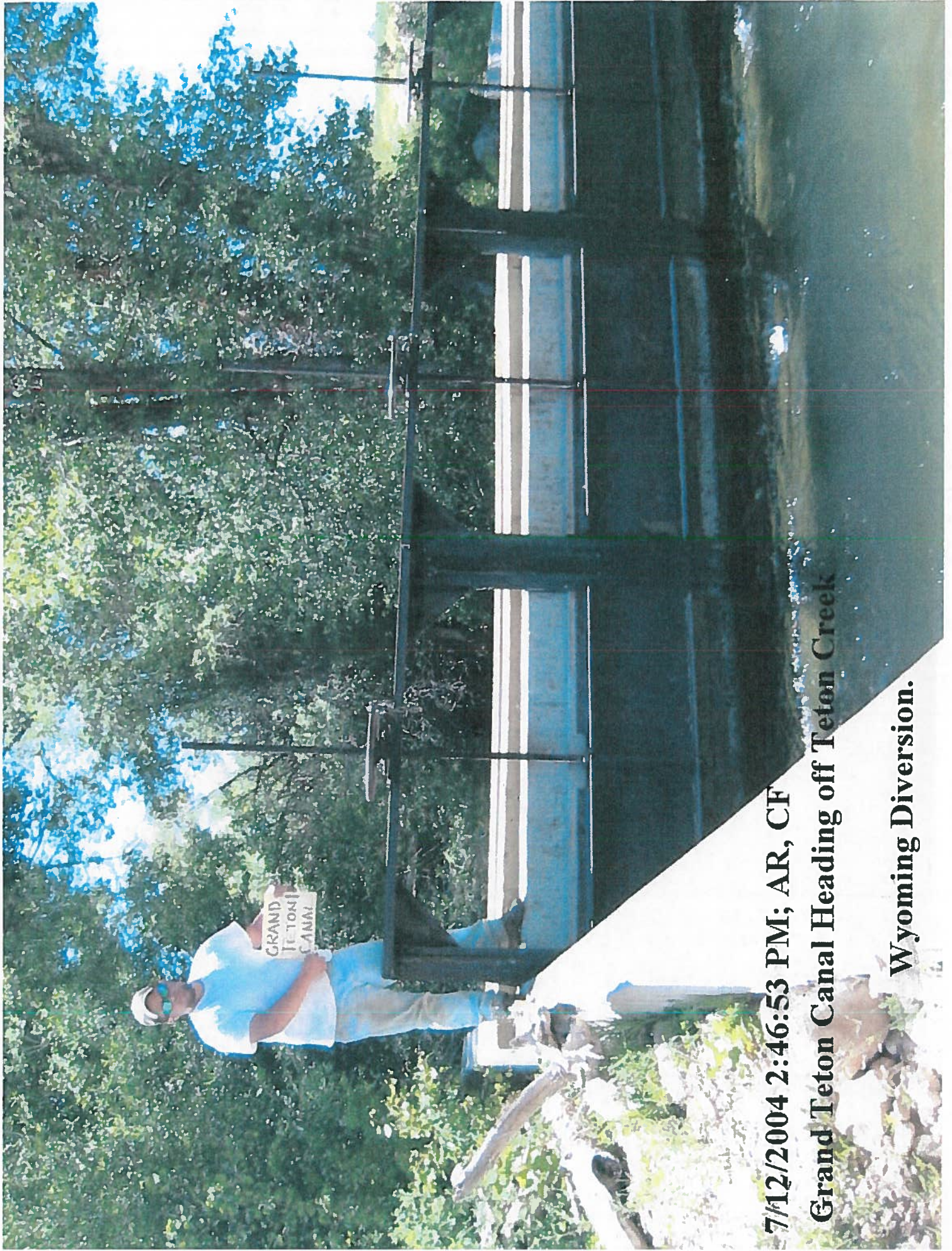
Bridge where Grand Teton Canal crosses Wyoming - Idaho
state line,

44N
118W
29 NWNW



04/08/2004
ARuberry

Grand Teton Canal POD
Teton Creek
NENWNW Sec. 29
T44N, R118W Wyoming



7/12/2004 2:46:53 PM; AR, CF

Grand Teton Canal Heading off Teton Creek

Wyoming Diversion.

Claim No. 22-144

Document Checklist

☒ Copy License/Decree

Grand Teton Canal v Lynn
Crandall, Water master of District 36

☐ Copy Transfer

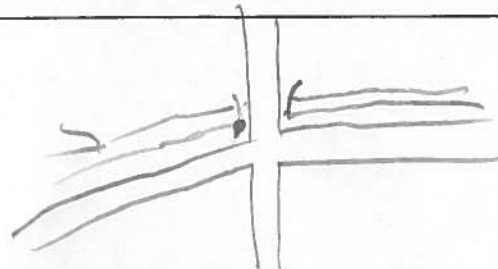
☐ Copy Licensing Field Exam

☐ Check if Ownership/Address Change is Required

☐ Generate, mail and file "Evidence of Priority" letter

☐ Generate Arcview Map

over 7,000 acres. Contact
Canal company



Claimant Contact Log

Agent initials

This image shows a full page of white paper with horizontal blue or grey ruling lines. The lines are evenly spaced and run across the width of the page, typical of notebook paper. There is no handwriting or other markings on the page.

Claim Number: _____

Current Owner: _____ Phone No.: _____

Current Owner: _____ Phone No.: _____

Current Owner: _____ Phone No.: _____

Representing Attorney: _____ Phone No.: _____

Accompanied By: _____ Phone No: _____

Relationship to Claimant: _____ Date of Field Exam: _____

Discussion of right origin and split history. Questions and problems.

[illegible]

Reviewer: _____ Date: _____

Claim Number: _____

Claimed Priority Date: _____ Claimed Basis: _____

Recommended Priority Date: _____ Recommended Basis: _____

Document the evidence submitted/reviewed for the priority date claimed, include your analysis of the evidence:

This image shows a single sheet of white paper with horizontal blue or grey ruling lines. The lines are evenly spaced and run across the width of the page. There is no handwriting or other markings on the paper.

Date: _____

Water Right No(s). _____

GPS DATA:

Tag # _____ Location: _____

Diversion Data:

Source: _____ Trib to: _____

MOTOR

Make: _____ Model: _____ Hp: _____

SN: _____

PUMP

Make: _____ Model: _____ Disch: _____

SN: _____

NOTES:

Field Exam Date: _____ Agent: _____

Claim Number: _____

Water Right Point of Diversion: T _____, R _____, Sec. _____, _____, _____, _____, County: _____

Water Right Point of Diversion: T _____, R _____, Sec. _____, _____, _____, _____, County: _____

Twp	Rge	Sec	Gov Lot	QQQ of QQ of Q	County	Source	Tributary to

Twp	Rge	Sec	Gov Lot	QQQ of QQ of Q	County	Source	Tributary to

Document how the POD and Source were verified:

[illegible]

Reviewer: _____ Date: _____

Season of Use and Quantity Data Entry Form

Claim Number: _____

Water Right Period of Use and Diversion Rate

Water Use	Start	End	Rate	Volume
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____

Overall Diversion Rate _____

Overall Diversion Volume _____

Claimed Period of Use and Diversion Rate

Water Use	Start	End	Rate	Volume
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____

Overall Diversion Rate _____

Overall Diversion Volume _____

Recommended Period of Use and Diversion Rate

Water Use	Start	End	Rate	Volume
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____

Overall Diversion Rate _____

Overall Diversion Volume _____

Document how the Period of Use and/or Diversion Rate were verified:

Reviewer: _____

Date: _____

IN THE DISTRICT COURT OF THE NINTH JUDICIAL DISTRICT OF IDAHO,
IN AND FOR THE COUNTY OF FREEMONT.

o o o o o o o o o o

GRAND TETON CANAL COMPANY, Limited,
a corporation,

Plaintiff,

-vs-

Lynn Crandall, Watermaster,
District 36, Idaho.

Defendant.

J U D G M E N T.

o o o o o

This cause coming on to be heard and tried by the Court this 16th day of November, 1937, F. A. Miller, of St. Anthony, Idaho, appearing as counsel for the plaintiff, and it appearing to the satisfaction of the Court that the defendant was served with a copy of the Summons and a copy of the Complaint in this action, and that he failed to appear and plead to said Complaint, and that the default of the said defendant has been entered, and, -

It further appearing that an order was made on the 17th day of September, 1937, directing the publication of a Notice, once a week for not less than three weeks successively, in the Teton Valley News, a weekly newspaper published at Driggs, Teton County, Idaho, containing the title of the Court and Cause, the name of the stream in the waters of which the plaintiff claims an interest, the date of priority claimed by it, as is required, and the date and short title of the decree of this court heretofore entered, fixing the permanent rights in and to the waters of Snake River and its tributaries; that the said notice was published in accordance with said order and the proof of publication has been filed in this action; that no person or persons have appeared to defend against said action.

The plaintiff introduced oral and documentary proof in support of its complaint and the Court, after hearing the evidence and examining the proof submitted, finds as follows:

That the plaintiff is a corporation organized and existing

under the laws of the State of Idaho, with its principal place of business in Teton County, Idaho; the sole object and purpose of its organization is for the benefit of its several stockholders in the diversion and conveyance of agricultural and domestic waters for the irrigation of their lands and domestic purposes, and that the stockholders of the said corporation are entitled to the use of the quantity of water diverted by the said corporation in proportion to the amount of capital stock or acreage of land owned by them.

That the stockholders of the plaintiff are the owners of, and the lands irrigated under the ditch or canal system of the plaintiff, are situate in Teton County, Idaho, and particularly described, to-wit:

The E $\frac{1}{2}$ of section 10;
Section 11;
NW $\frac{1}{4}$ and S $\frac{1}{2}$ of section 12;
Sections 13 and 14;
E $\frac{1}{2}$ and SW $\frac{1}{4}$ of section 15;
SE $\frac{1}{4}$ SW $\frac{1}{4}$ of section 16,
NW $\frac{1}{4}$ and NE $\frac{1}{2}$ SE $\frac{1}{4}$ of section 22;
Sections 23, 24, and 25;
NE $\frac{1}{4}$, SE $\frac{1}{4}$, E $\frac{1}{2}$ SW $\frac{1}{4}$ of section 26;
E $\frac{1}{2}$ NE $\frac{1}{4}$ of section 27;
NE $\frac{1}{4}$ and E $\frac{1}{2}$ NW $\frac{1}{4}$ of section 35, all in
township 5 north, range 45 E.B.M.
S $\frac{1}{2}$ of section 7;
SW $\frac{1}{4}$ SW $\frac{1}{4}$ of section 8;
W $\frac{1}{2}$ of section 17;
Section 18;
NE $\frac{1}{4}$ and NE $\frac{1}{2}$ S $\frac{1}{2}$ of section 19;
NW $\frac{1}{4}$ NE $\frac{1}{4}$ and NW $\frac{1}{4}$ of section 20, all in
township 5 north, range 46 E.B.M.

5480 acres
Total

That the lands are arid in character and require artificial application of water by irrigation to produce agricultural crops; that the plaintiff, through its stockholders and predecessors in interest, ever since the 22d day of January, 1916, have diverted 210 second feet or 10,500 miner's inches of the unappropriated waters of Teton Creek; that the diversion works of the plaintiff are located on the north side or right hand bank of Teton Creek approximately one-half mile east of the Idaho-Wyoming State line; that ever since the said 22d day of January, 1916, have applied said quantity of water, during the irrigating seasons, to beneficial use in the irrigation of crops grown upon the above described lands,

and which said quantity or stream flow has been in addition to any other rights fixed, decreed or in any manner granted to the plaintiff through its stockholders and/or predecessors in interest.

From the above findings the Court concludes that the plaintiff is entitled, and, -

22 1144 IT IS HEREBY ORDERED, ADJUDGED AND DECREED, That the plaintiff, for the use of its stockholders, and for the irrigation of the hereinbefore described lands, is awarded the use of 210 cubic feet per second of time, with a priority date of January 22, 1916, of the waters of Teton Creek.

IT IS FURTHER ORDERED, That the rights awarded and decreed in that certain decree commonly known as the "Rexburg or Snake River Decree," made and entered in this Court December 16, 1910, both as to dates of priority and the amounts of the rights awarded, are binding upon the plaintiff in this action.

Done in open court this 16th day of November, 1937.

C. J. Taylor
District Judge.

Filed for record Jan. 26, 1938
at 10:10 A.M.

L. Kingsford, Recorder
By B. Thompson, Deputy

Law Offices
HOLDEN, KIDWELL, HAHN & CRAPO, P.L.L.C.

KENT W. FOSTER
ROBERT E. FARNAM
WILLIAM D. FALER
CHARLES A. HOMER
GARY L. MEIKLE
DONALD L. HARRIS
DALE W. STORER
MARIE T. TYLER
ROBERT M. FOLLETT
FREDERICK J. HAHN, III
KARL R. DECKER
THEL W. CASPER*
SHAN B. PERRY
AMELIA A. SHEETS
DeANNE CASPERSON**

US BANK BUILDING
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IDAHO FALLS, IDAHO 83405

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FACSIMILE (208) 523-9518
E-MAIL KFOSTER@HOLDENLEGAL.COM

Arthur W. Holden
(1877-1967)
Robert B. Holden
(1911-1971)
Terry L. Crapo
(1939-1982)
William S. Holden
(1907-1988)

Of Counsel
Fred J. Hahn

RECEIVED
JUN 11 2003
Department of Water Resources
Eastern Region

*Also Licensed in Utah and Arizona
**Also Licensed in Missouri & Kansas

June 10, 2003

Idaho Department of Water Resources
900 N. Skyline Dr., Ste. A
Idaho Falls, ID 83402

Re: Notice of Claim to a Water Right in the name of Grand Teton Canal Co.

Dear Ladies and Gentlemen:

Enclosed with this letter are three (3) Notices of Claim to Water Rights on behalf of Grand Teton Canal Company, together with the company's check in the amount of \$7,740.00 for the filing fee. This appears to have been computed on the basis of 7,440 acres plus a \$50.00 filing fee for each claim, plus a \$50.00 late fee for each claim.

As you are aware, most of the water distributed through the Grand Teton Canal Company canal delivery system is diverted in the State of Wyoming and for many years company officers were advised by IDWR officials that SRBA claims could not be filed because of this fact. We understand that policy changed some time ago and so the company has been involved in the straightening out of its affairs in order to file these claims. A portion of the company lands was placed under a pipeline system many years ago which entailed a new diversion and delivery system for those lands. It has taken a great deal of effort to finally sever the relationship with the owners of the former lands, but we think that has now been completed and that that entity will be acting on its own behalf as the Grand Teton Pipeline Association or some similar title.

June 10, 2003

Page 2 of 2

Thank you for your kind attention to this matter and if any adjustments need to be made, please contact us at your convenience.

Yours very truly,



Kent W. Foster

Enclosures

IN THE DISTRICT COURT OF THE FIFTH JUDICIAL DISTRICT OF THE STATE OF IDAHO,
IN AND FOR THE COUNTY OF TWIN FALLS

IN RE THE GENERAL ADJUDICATION
OF RIGHTS TO THE USE OF WATER FROM
THE SNAKE RIVER BASIN WATER SYSTEM

CIVIL CASE NUMBER: 39576

Ident. Number 22-144
Date Received: 6/13/2003
Receipt No:
Received By:

**NOTICE OF CLAIM TO A WATER RIGHT
ACQUIRED UNDER STATE LAW**

1. Name of Claimant(s)

GRAND TETON CANAL CO LTD Phone: (208)354-2534
PO BOX 1099
DRIGGS ID USA 83422

2. Date of Priority: 01/22/1916

3. Source: TETON CREEK Trib. to: TETON RIVER

4. Point of Diversion:

Township	Range	Section	1/4 of 1/4 of 1/4 Lot	County	Type
05N	46E	20	NW NE 1	TETON	

5. Description of diverting works:

Concrete diversion headworks and headgate located on Teton Creek.

6. Water is used for the following purposes:

Purpose	From	To	C.F.S.	(or) A.F.A
IRRIGATION	04/01	11/01	210	

7. Total Quantity Appropriated is:
210 C.F.S.

8. Total consumptive use:

9. Non-irrigation uses:

10. Place of use:

Township	Range	Section	1/4 of 1/4 Lot	Use	Acres
05N	45E	10	NE NE	IRRIGATION	40
			NW NE	IRRIGATION	40
			SW NE	IRRIGATION	40
			SE NE	IRRIGATION	40

			NE	SE	IRRIGATION	40
			NW	SE	IRRIGATION	40
			SW	SE	IRRIGATION	40
			SE	SE	IRRIGATION	40
					Section Acres	320
05N	45E	11	NE	NE	IRRIGATION	40
			NW	NE	IRRIGATION	40
			SW	NE	IRRIGATION	40
			SE	NE	IRRIGATION	40
			NE	NW	IRRIGATION	40
			NW	NW	IRRIGATION	40
			SW	NW	IRRIGATION	40
			SE	NW	IRRIGATION	40
			NE	SW	IRRIGATION	40
			NW	SW	IRRIGATION	40
			SW	SW	IRRIGATION	40
			SE	SW	IRRIGATION	40
			NE	SE	IRRIGATION	40
			NW	SE	IRRIGATION	40
			SW	SE	IRRIGATION	40
			SE	SE	IRRIGATION	40
					Section Acres	640
05N	45E	12	NE	NE	IRRIGATION	40
			NW	NE	IRRIGATION	40
			SW	NE	IRRIGATION	40
			SE	NE	IRRIGATION	40
			NE	NW	IRRIGATION	40
			NW	NW	IRRIGATION	40
			SW	NW	IRRIGATION	40
			SE	NW	IRRIGATION	40
			NE	SW	IRRIGATION	40
			NW	SW	IRRIGATION	40
			SW	SW	IRRIGATION	40
			SE	SW	IRRIGATION	40
			NE	SE	IRRIGATION	40
			NW	SE	IRRIGATION	40
			SW	SE	IRRIGATION	40
			SE	SE	IRRIGATION	40
					Section Acres	640
05N	45E	13	NE	NE	IRRIGATION	40
			NW	NE	IRRIGATION	40
			SW	NE	IRRIGATION	40
			SE	NE	IRRIGATION	40
			NE	NW	IRRIGATION	40
			NW	NW	IRRIGATION	40
			SW	NW	IRRIGATION	40
			SE	NW	IRRIGATION	40
			NE	SW	IRRIGATION	40
			NW	SW	IRRIGATION	40
			SW	SW	IRRIGATION	40
			SE	SW	IRRIGATION	40
			NE	SE	IRRIGATION	40
			NW	SE	IRRIGATION	40
			SW	SE	IRRIGATION	40
			SE	SE	IRRIGATION	40
					Section Acres	640

05N	45E	14	NE	NE	IRRIGATION	40
			NW	NE	IRRIGATION	40
			SW	NE	IRRIGATION	40
			SE	NE	IRRIGATION	40
			NE	NW	IRRIGATION	40
			NW	NW	IRRIGATION	40
			SW	NW	IRRIGATION	40
			SE	NW	IRRIGATION	40
			NE	SW	IRRIGATION	40
			NW	SW	IRRIGATION	40
			SW	SW	IRRIGATION	40
			SE	SW	IRRIGATION	40
			NE	SE	IRRIGATION	40
			NW	SE	IRRIGATION	40
			SW	SE	IRRIGATION	40
			SE	SE	IRRIGATION	40

Section Acres 640

05N	45E	15	NE	NE	IRRIGATION	40
			SE	NE	IRRIGATION	40
			NE	SW	IRRIGATION	40
			NW	SW	IRRIGATION	40
			SW	SW	IRRIGATION	40
			SE	SW	IRRIGATION	40
			NE	SE	IRRIGATION	40
			NW	SE	IRRIGATION	40
			SW	SE	IRRIGATION	40
			SE	SE	IRRIGATION	40

Section Acres 400

05N	45E	22	NE	NE	IRRIGATION	40
			NW	NE	IRRIGATION	40
			SW	NE	IRRIGATION	40
			SE	NE	IRRIGATION	40
			NE	NW	IRRIGATION	40
			NW	NW	IRRIGATION	40
			SW	NW	IRRIGATION	40
			SE	NW	IRRIGATION	40
			NE	SW	IRRIGATION	40
			NW	SW	IRRIGATION	40
			NE	SE	IRRIGATION	40
			NW	SE	IRRIGATION	40
			SW	SE	IRRIGATION	40
			SE	SE	IRRIGATION	40

Section Acres 560

05N	45E	23	NE	NE	IRRIGATION	40
			NW	NE	IRRIGATION	40
			SW	NE	IRRIGATION	40
			SE	NE	IRRIGATION	40
			NE	NW	IRRIGATION	40
			NW	NW	IRRIGATION	40
			SW	NW	IRRIGATION	40
			NW	SW	IRRIGATION	40
			SW	SW	IRRIGATION	40
			SE	SW	IRRIGATION	40
			NE	SE	IRRIGATION	40
			NW	SE	IRRIGATION	40
			SW	SE	IRRIGATION	40
			SE	SE	IRRIGATION	40

					Section Acres	560
05N	45E	24	NE	NE	IRRIGATION	40
			NW	NE	IRRIGATION	40
			SW	NE	IRRIGATION	40
			SE	NE	IRRIGATION	40
			NE	NW	IRRIGATION	40
			NW	NW	IRRIGATION	40
			SW	NW	IRRIGATION	40
			SE	NW	IRRIGATION	40
			NE	SW	IRRIGATION	40
			NW	SW	IRRIGATION	40
			SW	SW	IRRIGATION	40
			SE	SW	IRRIGATION	40
			NE	SE	IRRIGATION	40
			NW	SE	IRRIGATION	40
			SW	SE	IRRIGATION	40
			SE	SE	IRRIGATION	40
					Section Acres	640
05N	45E	25	NE	NE	IRRIGATION	40
			NE	NW	IRRIGATION	40
			NW	NW	IRRIGATION	40
			SW	NW	IRRIGATION	40
			SE	NW	IRRIGATION	40
			NE	SW	IRRIGATION	40
			NW	SW	IRRIGATION	40
					Section Acres	280
05N	45E	26	NE	NW	IRRIGATION	40
			NW	NW	IRRIGATION	40
			SW	NW	IRRIGATION	40
			SE	NW	IRRIGATION	40
			NW	SW	IRRIGATION	40
			SW	SW	IRRIGATION	40
					Section Acres	240
05N	45E	27	NE	NE	IRRIGATION	40
			NW	NE	IRRIGATION	40
			SW	NE	IRRIGATION	40
			SE	NE	IRRIGATION	40
			NE	NW	IRRIGATION	40
			SW	NW	IRRIGATION	40
			SE	NW	IRRIGATION	40
			NE	SW	IRRIGATION	40
			NW	SW	IRRIGATION	40
			SW	SW	IRRIGATION	40
			SE	SW	IRRIGATION	40
			NE	SE	IRRIGATION	40
			NW	SE	IRRIGATION	40
			SW	SE	IRRIGATION	40
			SE	SE	IRRIGATION	40
					Section Acres	600
05N	45E	34	NE	NE	IRRIGATION	40
					Section Acres	40
05N	45E	35	NW	NW	IRRIGATION	40

					Section Acres	40
05N	46E	7	NE	NW	IRRIGATION	40
			NW	NW	IRRIGATION	40
			SW	NW	IRRIGATION	40
			SE	NW	IRRIGATION	40
			NE	SW	IRRIGATION	40
			NW	SW	IRRIGATION	40
			SW	SW	IRRIGATION	40
			SE	SW	IRRIGATION	40
					Section Acres	320
05N	46E	18	NE	SW	IRRIGATION	40
			NW	SW	IRRIGATION	40
			SW	SW	IRRIGATION	40
			SE	SW	IRRIGATION	40
					Section Acres	160
05N	46E	19	NE	NE	IRRIGATION	40
			NW	NE	IRRIGATION	40
			SW	NE	IRRIGATION	40
			SE	NE	IRRIGATION	40
			NE	NW	IRRIGATION	40
			NW	NW	IRRIGATION	40
			SW	NW	IRRIGATION	40
			SE	NW	IRRIGATION	40
			NE	SW	IRRIGATION	40
			NW	SW	IRRIGATION	40
			SW	SW	IRRIGATION	40
			SE	SW	IRRIGATION	40
			NE	SE	IRRIGATION	40
			NW	SE	IRRIGATION	40
			SW	SE	IRRIGATION	40
			SE	SE	IRRIGATION	40
					Section Acres	640
05N	46E	20	SW	NW	IRRIGATION	40
			NW	SW	IRRIGATION	40
					Section Acres	80
					Total Acres	7440

11. Place of use in counties: TETON

12. Do you own the property listed above as place of use? Yes

13. Other Water Rights Used:

14. Remarks:

OTHER WATER RIGHTS USED 22-277 AND 22-4140

POINT OF DIVERSION IS IN T44N, R118W, S29, NWNW, TETON COUTY, WYOMING.

15. Basis of Claim: Decreed

IN THE DISTRICT COURT OF THE FIFTH JUDICIAL DISTRICT OF THE
STATE OF IDAHO, IN AND FOR THE COUNTY OF TWIN FALLS

IN RE THE GENERAL ADJUDICATION
OF RIGHTS TO THE USE OF WATER FROM
THE SNAKE RIVER BASIN WATER SYSTEM

CIVIL CASE NUMBER: 39576
Ident. Number 22-144
Date Received 6-11-03
Receipt Number E028868

NOTICE OF CLAIM
TO A
WATER RIGHT
ACQUIRED UNDER STATE LAW

1. Name of Claimant(s) Grand Teton Canal Company, Limited Phone (208)354-2534
Mailing Address P.O. Box 1099, Driggs, Idaho Zip 83422
2. Date of Priority (Only (1) per claim) January 22, 1916
3. Source of water supply (a) Teton Creek
which is tributary to (b) Teton River
- 4.a. Location of existing point of diversion is: **State of Wyoming**
Township 44N Range 118 W. Section 29, 1/4 of NW 1/4 of NW 1/4, Govt. Lot , County of Teton
Additional points of diversion if any: NONE
- b. If instream flow, beginning point of claimed instream flow is:
Township Range Section , 1/4 of 1/4 of 1/4, Govt. Lot B.M., County of
ending point is: Township Range Section , 1/4 of 1/4 of 1/4 Govt. Lot B.M., County of
5. Description of existing diversion works (Dams, Reservoirs, Ditches, Wells, Pumps, Pipelines, Headgates, Etc), including the dates of any changes or enlargements in use, the dimensions of the diversion works as constructed and as enlarged and the depth of each well. Concrete diversion headworks and headgate located on Teton Creek.
6. Water is claimed for the following purposes: (Both dates are inclusive) (cfs) (acre feet)
For Irrigation Purposes from April 1 to Nov. 1 amount 210.00 cfs or
7. Total quantity claimed (a) 210.00 (cfs) and/or (b) (acre feet)
8. Total consumptive use claimed is acre feet per annum.

9. Non-irrigation uses; describe full (eg. Domestic: Give number of household served; Stockwater: Type and number of livestock Etc.) _____

10. Description of place of use:

- If water is for irrigation, indicate acreage in each subdivision in the tabulation below.
- If water is used for other purposes, place a symbol of use (example: D for Domestic) in the corresponding place of use below. See instruction for standard symbols.

TWP	RNG	SEC	NE 1/4				NW 1/4				SW 1/4				SE 1/4				TLS
			NE	NW	SW	SE	NE	NW	SW	SE	NE	NW	SW	SE	NE	NW	SW	SE	
5N	45E	10	40	40	40	40									40	40	40	40	320
		11	40	40	40	40	40	40	40	40	40	40	40	40	40	40	40	40	640
		12	40	40	40	40	40	40	40	40	40	40	40	40	40	40	40	40	640
		13	40	40	40	40	40	40	40	40	40	40	40	40	40	40	40	40	640
		14	40	40	40	40	40	40	40	40	40	40	40	40	40	40	40	40	640
		15	40			40					40	40	40	40	40	40	40	40	400
		22	40	40	40	40	40	40	40	40	40	40			40	40	40	40	560
		23	40	40	40	40	40	40	40			40	40	40	40	40	40	40	560
		24	40	40	40	40	40	40	40	40	40	40	40	40	40	40	40	40	640
		25	40				40	40	40	40	40	40							280
		26					40	40	40	40		40	40						240
		27	40	40	40	40	40		40	40	40	40	40	40	40	40	40	40	600
		34	40																40
		35						40											40
			NE 1/4				NW 1/4				SW 1/4				SE 1/4				TLS
			NE	NW	SW	SE	NE	NW	SW	SE	NE	NW	SW	SE	NE	NW	SW	SE	
5N	46E	7					40	40	40	40	40	40	40	40					320
		18									40	40	40	40					160
		19	40	40	40	40	40	40	40	40	40	40	40	40	40	40	40	40	640
		20							40			40							80

Total number of acres irrigated 7,440

11. In which county(ies) are lands listed above as place of use located? Teton

12. Do you own the property listed above as place of use? Yes No X

If your answer is No, describe in Remarks below the authority you have to claim this water right.

13. Describe any other water rights used at the same place and for the same purposes as described above.

22-277 and 22-4140 or None ()

Last Name Grand Teton Canal Co. Ident. Number 22-144

14. Remarks;

All lands described above are lands of the stock holders of Grand Teton Canal Company.

15. Basis of Claim (Check one) Beneficial Use _____ Posted Notice _____ Permit _____ Decree X License _____
If applicable provide IDWR Water Right Number 22-144
Court Ninth Judicial District, Fremont County Case Number _____ Decree Date November 16, 1937
Plaintiff vs Defendant Grand Teton Canal Company v. Lynn Crandall, Water Master of District 36.

16. Signature(s)

For Individuals: I do solemnly swear or affirm that the statements contained in the foregoing document are true and correct.

Signature of Claimant(s) _____ Date _____

_____ Date _____

For Organizations: I do solemnly swear or affirm that I am President of Grand Teton Canal Company, that I have signed the foregoing document in the space below as President of Grand Teton Canal Company and that the statements contained in the foregoing document are true and correct.

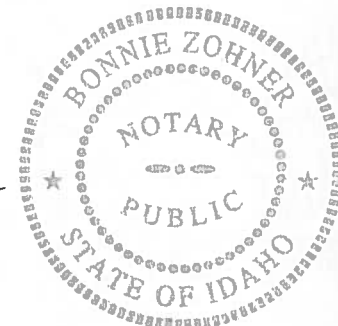
Signature of Authorized Agent Harrell H Johnson Pres.

Title and Organization Grand Teton Canal Co. Ltd Date May 23-03

State of Idaho)
County of Teton) SS.

Subscribed and sworn (or affirmed) before me this 23rd day of May, 2003.

Notary Public Bonnie Zohner
Residing at Driggs Idaho
My Commission Expires 10/01/2003



17. Notice of Appearance:

Notice is hereby given that I, Kent W. Foster will be acting as attorney at law on behalf of the claimant signing above, and that all notices required by law to be mailed by the director to the claimant signing above should be mailed to me at the address listed below.

Signature Kent W. Foster
Address: P.O. Box 50130, Idaho Falls, ID 83405
Date 6/10/03