

STATE OF IDAHO  
DEPARTMENT OF WATER RESOURCES

RECEIVED

MAR 14 2022

**NOTICE OF CHANGE IN WATER RIGHT OWNERSHIP**

DEPT OF WATER RESOURCES  
SOUTHERN REGION

1. List the numbers of all water rights and/or adjudication claim records to be changed. If you only acquired a portion of the water right or adjudication claim, check "Yes" in the "Split?" column. If the water right is leased to the Water Supply Bank, check "Yes". If you are not sure if the water right is leased to the Water Supply Bank, see #7 of the instructions.

| Water Right/Claim No. | Split?                       | Leased to Water Supply Bank? | Water Right/Claim No. | Split?                       | Leased to Water Supply Bank? |
|-----------------------|------------------------------|------------------------------|-----------------------|------------------------------|------------------------------|
| 47-13470              | Yes <input type="checkbox"/> | Yes <input type="checkbox"/> |                       | Yes <input type="checkbox"/> | Yes <input type="checkbox"/> |
|                       | Yes <input type="checkbox"/> | Yes <input type="checkbox"/> |                       | Yes <input type="checkbox"/> | Yes <input type="checkbox"/> |
|                       | Yes <input type="checkbox"/> | Yes <input type="checkbox"/> |                       | Yes <input type="checkbox"/> | Yes <input type="checkbox"/> |
|                       | Yes <input type="checkbox"/> | Yes <input type="checkbox"/> |                       | Yes <input type="checkbox"/> | Yes <input type="checkbox"/> |
|                       | Yes <input type="checkbox"/> | Yes <input type="checkbox"/> |                       | Yes <input type="checkbox"/> | Yes <input type="checkbox"/> |

2. Previous Owner's Name: Riverence Provisions LLC  
Name of current water right holder/claimant
3. New Owner(s)/Claimant(s): Proventus LLC  
New owner(s) as listed on the conveyance document      Name connector ☐ and ☐ or
- 1811 Aksarben Drive      Omaha      NE      68106  
Mailing address      City      State      Zip
- (402) 884-8700      Michelle.Mapes@gpreinc.com  
Telephone      Email
4. If the water rights and/or adjudication claims were split, how did the division occur?  
☐ The water rights or claims were divided as specifically identified in a deed, contract, or other conveyance document.  
☐ The water rights or claims were divided proportionately based on the portion of their place(s) of use acquired by the new owner.
5. Date you acquired the water rights and/or claims listed above: December 17, 2021
6. Do you own the land identified as the water right place of use? Yes ☒ No ☐  
☐ If no, attach evidence that written notice of the change of water right ownership has been delivered to the landowner of record.
7. This form must be signed and submitted with the following **REQUIRED** items:  
☒ A copy of the conveyance document – warranty deed, quitclaim deed, court decree, contract of sale, etc. The conveyance document must include a legal description of the property or description of the water right(s) if no land is conveyed.  
☒ Plat map, survey map or aerial photograph which clearly shows the place of use and point of diversion for each water right and/or claim listed above (if necessary to clarify division of water rights or complex property descriptions).  
☒ Filing fee (see instructions for further explanation):  
☐ \$25 per *undivided* water right.  
☐ \$100 per *split* water right.  
☐ No fee is required for pending adjudication claims.  
☐ If water right(s) are leased to the Water Supply Bank AND there are multiple owners, a Lessor Designation form is required.  
☐ If water right(s) are leased to the Water Supply Bank, the individual owner or designated lessor must complete, sign and submit an IRS Form W-9.

8. Signature: Michelle Mapes      Chief Legal and Administration Officer      3/2/2022  
Signature of new owner/claimant      Title, if applicable      Date  
Michelle Mapes  
Print name

Signature: \_\_\_\_\_  
Signature of new owner/claimant      Title, if applicable      Date  
\_\_\_\_\_  
Print name

Received by SG      Date 3/14/22      For IDWR Office Use Only:      Receipt No. 5039126      Receipt Amt. \$25.00

Active in the Water Supply Bank? Yes ☐ No ☐      If yes, forward to the State Office for processing      W-9 received? Yes ☐ No ☐  
Name on W-9 \_\_\_\_\_      Approved by \_\_\_\_\_      Processed by ★      Date 3-16-2022

TWIN FALLS COUNTY  
RECORDED FOR:  
RIVERENCE PROVISIONS LLC  
01:32:13 PM 12-21-2021  
**2021029770**  
NO. PAGES 5 FEE: \$15.00  
KRISTINA GLASCOCK  
COUNTY CLERK  
DEPUTY: AR  
Electronically Recorded by Simplifile

**QUITCLAIM DEED  
(Water Rights)**

FOR VALUE RECEIVED, effective as of December 17, 2021, RIVERENCE PROVISIONS LLC, a Delaware limited liability company, and previously known as Clear Springs Foods, Inc., and prior to that was known as CLEAR SPRINGS TROUT CO. ("Grantor"), does hereby remise, release, sell, and quitclaim unto PROVENTUS LLC, a Delaware limited liability company ("Grantee"), whose address is 1811 Aksarben Drive, Omaha, NE 68106, all of Grantor's right, title, and interest in and to the water rights described on **Exhibit A** attached to and incorporated herein by this reference, as well as any other rights, if any, in and to the use of water of any kind or nature, which are located on or under, were historically used in connection with, or are otherwise appurtenant to the real property described on **Exhibit B** attached to and incorporated herein by this reference (collectively the "Water Rights");

TOGETHER WITH all appurtenances and easements, rights-of-way, embankments, flumes, headgates, wells, pumps, measuring devices, and any other structures that are related to, associated with, or historically used on or in connection with the Water Rights.

IN WITNESS WHEREOF, Grantor has caused this deed to be executed and acknowledged with an effective date set forth above.

**GRANTOR:**  
RIVERENCE PROVISIONS LLC,  
a Delaware limited liability company,

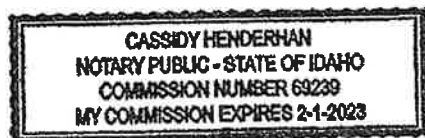
By:   
Name: Robert G. Young  
Title: President

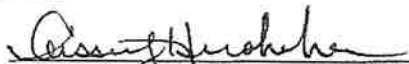
STATE OF IDAHO                    )  
                                                  ) ss.  
County of Twin Falls            )

The foregoing instrument was acknowledged before me this 16th of December, 2021 by Robert G. Young as President of Riverence Provisions LLC, a Delaware limited liability company.

Witness my hand and official seal.

My commission expires 2/1/2023.



  
Notary Public

## **EXHIBIT A**

### **Water Rights**

| <b>Water Right No.</b> | <b>Source</b> | <b>Diversion Rate</b> | <b>Priority Date</b> | <b>Basis</b> | <b>Use</b> |
|------------------------|---------------|-----------------------|----------------------|--------------|------------|
| 47-13470               | Ground Water  | 0.04 cfs              | 06/01/1978           | Decreed      | Domestic   |

1.38 shares of water for irrigation use from the Twin Falls Canal Company, as evidenced by Certificate No. 28704.

**EXHIBIT B**  
**LEGAL DESCRIPTION**

**Parcel 1:**

Township 9 South, Range 14 East of the Boise Meridian, Twin Falls County, Idaho,

SECTION 36 described as follows:

BEGINNING at a point on the South line of Section 36, from which the Southwest corner of said Section lies South 89°40' West, 2249.51 feet; THENCE North 0°20' West, 169.38 feet to the True Point of Beginning; THENCE the following successive courses:

1. North 0°20' West, 343.74 feet to a point on the UPRR right-of-way;
2. Along said right-of-way and a curve to the right 78.71 feet, said curve having a radius of 6775.51 feet and a deflection angle of 0°39'56" to a point on the right-of-way of the Spur track A-32;
3. Along the right-of-way of Spur track A32 and a curve right 93.22 feet; said curve having a radius of 444.28 feet and a deflection angle of 12°01'19";
4. South 0°20' East, 362.45 feet;
5. North 89°07'40" West, 160.66 feet to the True Point of Beginning.

Said Parcel contains 1.36 acres more or less.

**Parcel 2:**

Township 9 South, Range 14 East of the Boise Meridian, Twin Falls County, Idaho.

SECTION 36:

Beginning at the Southeast corner of Section 36. Thence, South 89°40'00" West, 2199.43 feet, along the South boundary of Section 36. Said point lies North 89°40'00" East, 3093.95 feet from the Southwest corner of Section 36. Thence, North 00°20'00" West, 25.00 feet, to the Southwesterly right-of-way line of the Union Pacific Railroad, being the Real Point of Beginning.

Thence, South 89°40'00" West, 684.07 feet,  
 Thence, North 00°20'00" West, 529.91 feet,  
 Thence, along a curve:  
     Δ – 49°59'27" right  
     R – 469.28 feet  
     A – 409.45 feet  
     C – 396.58 feet  
     T – 218.78 feet  
     Long Chord Bearing – South 47°29'32" East  
 Thence North, 59°32'43" East, 142.55 feet,  
 Thence North, 30°27'07" West, 85.75 feet,  
 Thence North, 59°32'43" East, 134.00 feet to a  
 point on the right-of-way line of the Union Pacific  
 Railroad spur,  
     Thence along said railroad right-of-way on a  
 curve to the right for 86.13 feet and whose chord  
 bears South 25°18'07" East, whose chord length is  
 86.10 feet and whose radius is 872.13 feet,  
     Thence South 22°28'20" East, along said  
 railroad right-of-way for 426.60 feet to the True  
 Point of Beginning.

Containing 5.64 acres more or less.

Parcel 3:

Township 9 South, Range 14 East, Boise Meridian, Twin Falls County, Idaho.

SECTION 36:

Beginning at the Southeast corner of Section 36. Thence,  
 South 89°40'00" West, 2199.43 feet, along the South boundary  
 of Section 36. Said point lies North 89°40'00" East, 3093.95  
 feet, from the Southwest corner of Section 36. Thence, North  
 00°20'00" West, 25.00 feet, to the Southwesterly right-of-way  
 line of the Union Pacific Railroad.

    Thence, South 89°40'00" West, 684.67 feet,  
     Thence, North 00°20'00" West, 569.75 feet, to  
 said railroad right-of-way, which is the Real Point of  
 Beginning.  
     Thence, South 00°20'00" East, 66.18 feet,  
     Thence, along a curve:

$\Delta$  – 12°02'45" left

R – 444.28 feet

A – 93.41 feet

C – 93.23 feet

T – 46.88 feet

Long Chord Bearing – North 77°28'11" West, to  
said railroad right-of-way,  
Thence, along a curve:

$\Delta$  – 00°51'33" right

R – 6775.51 feet

A – 101.61 feet

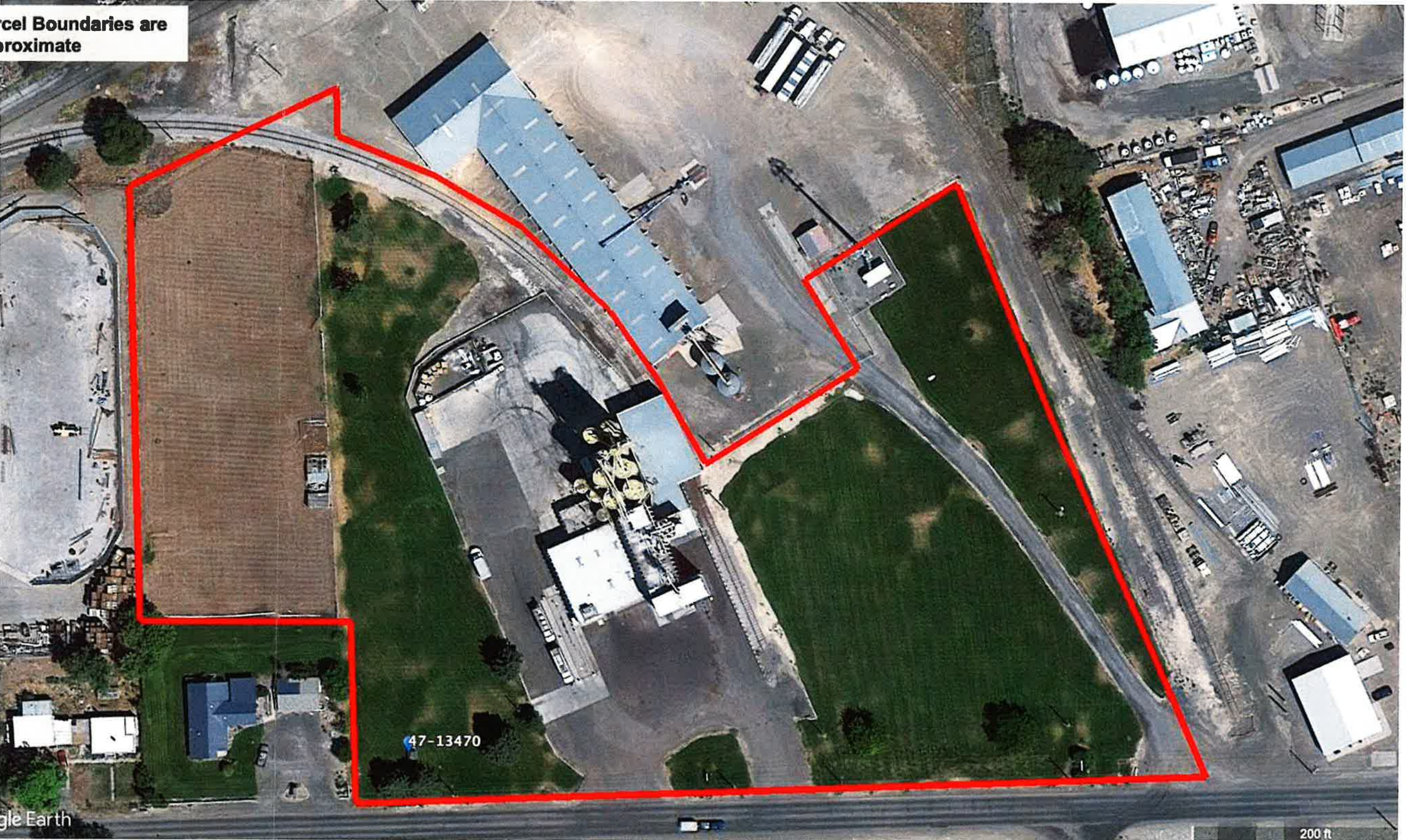
C – 101.61 feet

T – 50.81 feet

Long Chord Bearing – North 63°06'50" East,  
along said railroad right-of-way to the Real Point  
of Beginning.

Said parcel contains some 0.07 acres more or less.

Parcel Boundaries are  
Approximate



47-13470



0004550717

**STATE OF IDAHO***Office of the secretary of state, Lawrence Denney***FOREIGN REGISTRATION STATEMENT (LIMITED LIABILITY COMPANY)**

Idaho Secretary of State

PO Box 83720

Boise, ID 83720-0080

(208) 334-2301

Filing Fee: \$100.00

*For Office Use Only***-FILED-**

File #: 0004550717

Date Filed: 1/13/2022 11:16:28 AM

## Foreign Registration Statement (Limited Liability Company)

Select one: Standard, Expedited or Same Day Service (see descriptions below)

Standard (filing fee \$100)

## 1. The name this limited liability company will use in Idaho is:

Type of Limited Liability Company

Foreign Limited Liability Company

Entity name

Proventus LLC

Proventus LLC

## 2. Home Jurisdiction

The jurisdiction of formation is:

DELAWARE

## 3. The street address of its domestic principal office (if required by the laws of the jurisdiction of formation) is:

Street Address

None

## 4. The mailing address of its domestic principal office (if required by the laws of the jurisdiction of formation) is:

Mailing Address

None

## 5. The complete street address of the principal office is:

Principal Office Address

1811 AKSARBEN DRIVE  
OMAHA, NE 68106

## 6. The mailing address of the principal office is:

Mailing Address

1811 AKSARBEN DR  
OMAHA, NE 68106-2279

## 7. Registered Agent Name and Address

Registered Agent

CT CORPORATION SYSTEM  
Commercial Registered Agent

Physical Address

921 S ORCHARD ST  
STE G  
BOISE, ID 83705

Mailing Address

921 S ORCHARD ST  
STE G  
BOISE, ID 83705☒ I affirm that the registered agent appointed has consented to serve as registered agent for this entity.

## 8. Governors

| Name                   | Title  | Address                                   |
|------------------------|--------|-------------------------------------------|
| Green Plains Inc.      | Member | 1811 AKSARBEN DR<br>OMAHA, NE 68106-2279  |
| Riverence Holdings LLC | Member | 604 W FRANKLIN ST<br>BOISE, ID 83702-5509 |

Signature of individual authorized by the entity to sign:

*Michelle Mapes*

Sign Here

*01/13/2022*

Date

BUB06-3089 01/13/2022 11:16 AM RECEIVED BY ID SECRETARY OF STATE LAWRENCE DENNEY



Job Title: Member

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PROVENTUS LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRD DAY OF JANUARY, A.D. 2022.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN ASSESSED TO DATE.



6471623 8300

SR# 20220009035

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

A handwritten signature of Jeffrey W. Bullock in black ink, written over a horizontal line.

Jeffrey W. Bullock, Secretary of State

Authentication: 202303948

Date: 01-03-22

## Mills, Bill

---

**From:** Clara Ohr <Clara.Ohr@gpreinc.com>  
**Sent:** Wednesday, March 23, 2022 4:09 PM  
**To:** Mills, Bill  
**Subject:** RE: Question about attorney of record regarding Idaho water right

Hi Bill.

Thank you for your reply. I have since received some advice from an in-house Idaho attorney familiar with water rights in the state, who said that Idaho considers water rights to be real property rights and has state "water courts" to handle any claims relating to the same. Any attorney who would appear before any such Idaho water court would therefore need to be licensed in Idaho (or admitted specially on a one-off basis, or *pro hac vice*).

That said, we believe that the chances of any issues arising with respect to Proventus' water right are slim, given that the general adjudication for the area has already been completed. If an issue does arise, we will likely retain local Idaho counsel to handle on Proventus' behalf.

In the meantime we would appreciate you removing Patrick D. Brown as the attorney of record from this Water Right No. 47-13470. We understand that any notice that IDWR might need to provide Proventus would go to the address that IDWR has on file, which is the address IDWR used in its 3/16/22 acknowledgment letter (and ultimately makes its way to me). Thank you.

Kind regards,

Clara J. Ohr | Vice President – Legal  
Green Plains Inc.  
402-952-4890 (Direct) | 402-490-5634 (Mobile)  
[www.gpreinc.com](http://www.gpreinc.com) | NASDAQ: GPRE

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**From:** Mills, Bill <Bill.Mills@idwr.idaho.gov>  
**Sent:** Wednesday, March 23, 2022 4:54 PM  
**To:** Clara Ohr <Clara.Ohr@gpreinc.com>  
**Subject:** RE: Question about attorney of record regarding Idaho water right

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Clara,

I had to forward this to our legal department regarding whether an attorney not licensed in Idaho can be listed as the attorney of record on a water right. Our legal department indicated it may be next week before they can get back to me on this matter. However, I can remove Patrick D Brown as the attorney of record from the water right based on what you have provided.

Sincerely,  
Bill Mills  
Senior Water Resource Agent  
IDWR Southern Region

**From:** Clara Ohr <[Clara.Ohr@gpreinc.com](mailto:Clara.Ohr@gpreinc.com)>  
**Sent:** Wednesday, March 23, 2022 10:42 AM  
**To:** Southern Info <[southerninfo@idwr.idaho.gov](mailto:southerninfo@idwr.idaho.gov)>  
**Subject:** Question about attorney of record regarding Idaho water right

To whom it may concern:

I am an attorney at Green Plains Inc., which is the majority partner in Proventus LLC, the owner of Water Right No. 47-13470 that was transferred from Riverence Provisions LLC on 12/17/21, which IDWR acknowledged in its attached 3/16/22 letter to Proventus.

IDWR's letter also mentions Patrick D. Brown as the listed attorney of record for this water right, who does not represent Proventus. My question to IDWR is whether the attorney of record for this water right needs to be an Idaho-licensed attorney, or whether one of Proventus' company lawyers (neither of us are licensed in Idaho) could serve in this capacity.

Thank you very much for your assistance.

Kind regards,

Clara J. Ohr | Vice President – Legal  
Green Plains Inc.  
1811 Aksarben Drive  
Omaha, NE 68106-2279  
402-952-4890 (Direct) | 402-490-5634 (Mobile) | 402-884-8700 (Main)  
[Clara.Ohr@gpreinc.com](mailto:Clara.Ohr@gpreinc.com)  
[www.gpreinc.com](http://www.gpreinc.com) | NASDAQ: GPRE

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## Mills, Bill

---

**From:** Erickson, Nathan  
**Sent:** Wednesday, March 23, 2022 1:39 PM  
**To:** Mills, Bill  
**Subject:** FW: Question about attorney of record regarding Idaho water right  
**Attachments:** 2022-03-16\_IDWR Change in Water Right 47-13470 Ownership Acknowledgment to Proventus.pdf

**From:** Southern Info <[southerninfo@idwr.idaho.gov](mailto:southerninfo@idwr.idaho.gov)>  
**Sent:** Wednesday, March 22, 2022 10:56 AM  
**To:** Erickson, Nathan <[Nathan.Erickson@idwr.idaho.gov](mailto:Nathan.Erickson@idwr.idaho.gov)>  
**Subject:** FW: Question about attorney of record regarding Idaho water right

**From:** Clara Ohr <[Clara.Ohr@gpreinc.com](mailto:Clara.Ohr@gpreinc.com)>  
**Sent:** Wednesday, March 23, 2022 10:42 AM  
**To:** Southern Info <[southerninfo@idwr.idaho.gov](mailto:southerninfo@idwr.idaho.gov)>  
**Subject:** Question about attorney of record regarding Idaho water right

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IDWR's letter also mentions Patrick D. Brown as the listed attorney of record for this water right, who does not represent Proventus. My question to IDWR is whether the attorney of record for this water right needs to be an Idaho-licensed attorney, or whether one of Proventus' company lawyers (neither of us are licensed in Idaho) could serve in this capacity.

Thank you very much for your assistance.

Kind regards,

Clara J. Ohr | Vice President – Legal  
Green Plains Inc.  
1811 Aksarben Drive  
Omaha, NE 68106-2279  
402-952-4890 (Direct) | 402-490-5634 (Mobile) | 402-884-8700 (Main)  
[Clara.Ohr@gpreinc.com](mailto:Clara.Ohr@gpreinc.com)  
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IDAHO DEPARTMENT OF  
**WATER RESOURCES**

Southern Region • 650 Addison Ave W, Suite 500 • Twin Falls, ID 83301-5858

Phone: 208-736-3033 • Fax: 208-736-3037 • Email: [southerninfo@idwr.idaho.gov](mailto:southerninfo@idwr.idaho.gov) • Web: [idwr.idaho.gov](http://idwr.idaho.gov)

Governor Brad Little

Director Gary Spackman

March 16, 2022

PROVENTUS LLC  
1811 AKSARBEN DR  
OMAHA NE 68106-2279

Re: Change in Ownership for Water Right No: 47-13470

Dear Water Right Holders:

The Department of Water Resources (Department) acknowledges the receipt of correspondence changing ownership of the above referenced water right to you. The Department has modified its records and has enclosed a computer-generated report for you.

Updating the ownership record for a water right does not reconfirm the validity of the right. When processing a Notice of Change in Water Right Ownership, the Department does not review the history of water use to determine if the right has been forfeited or deliberately abandoned through five years or more of non-use. To read more about water right forfeiture, including how to protect a water right from forfeiture, please see Idaho Code §§ 42-222 and 42-223.

Please note, water right owners are required to report any change of water right ownership and any change of mailing address to the Department within 120 days of the change. Reporting forms are available from any office of the Department, or from the Department's website.

It should also be noted that Patrick D. Brown is listed as the attorney of record for this water right. If he represents your company in regard to this water right then no action needs to be taken. If he is not your attorney in regard to this water right, then providing the Department with written notice indicating he does not represent your company is required to remove him as attorney of record from this water right.

If you have any questions concerning the enclosed information, please contact me at (208) 736-3033.

Sincerely,

Bill Mills  
Water Resource Agent, Senior

Enclosure

c: PATRICK D BROWN