Form 42-248/42-1409(6) Rev. 1/15

RECEIVED
DEC 03 2019
Department of Water Resources
Eastern Region

STATE OF IDAHO
DEPARTMENT OF WATER RESOURCES

Notice of Change in Water Right Ownership

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 #6 of the instructions.

Water Right/Claim No.	Split?	Leased to Water Supply Bank?	Water Right/Claim No.	Split?	Leased to Water Supply Bank?
22-12015 OK	Yes ☐	Yes ☐		Yes ☐	Yes ☐
22-12016 OK	Yes ☐	Yes ☐		Yes ☐	Yes ☐
22-12017 OK	Yes ☐	Yes ☐		Yes ☐	Yes ☐
22-13337 OK	Yes ☐	Yes ☐		Yes ☐	Yes ☐
	Yes ☐	Yes ☐		Yes ☐	Yes ☐

2. Previous Owner's Name: Teton Land LLC
Name of current water right holder/claimant

3. New Owner(s)/Claimant(s): TLFF Holdings Inc
New owner(s) as listed on the conveyance document Name connector ☐ **and** ☐ **or** ☐ **and/or**

Mailing address City State ZIP

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: _____.

6. If the water right is leased to the Water Supply Bank changing ownership of a water right will reassign to the new owner any Water Supply Bank leases associated with the water right. Payment of revenue generated from any rental of a leased water right requires a completed IRS Form W-9 for payment to be issued to an owner. A new owner for a water right under lease shall supply a W-9. Water rights with multiple owners must specify a designated lessor, using a completed Lessor Designation form. Beginning in the calendar year following an acknowledged change in water right ownership, compensation for any rental will go to the new owner(s).

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.

SUPPORT DATA
22-12015

8. Signature: _____ Signature of new owner/claimant _____ Title, if applicable 12/2/19 Date

Signature: _____ Signature of new owner/claimant _____ Title, if applicable _____ Date

For IDWR Office Use Only:

Receipted by JB Date 11/20/2019 Receipt No. E0454465 Receipt Amt. $100.-

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 JB Processed by JB Date 12/4/2019

Instrument # 253470
TETON COUNTY, IDAHO
1-25-2019 02:24:00 PM No. of Pages: 6
Recorded for : HALE WOOD PLLC
KIM KEELEY Fee: 15.00
Ex-Officio Recorder Deputy
Index to: DEED, SPECIAL WARRANTY

WHEN RECORDED, RETURN TO:
James F. Wood, Esq.
Hale | Wood, PLLC
4766 South Holladay Blvd.
Holladay, Utah 84117

MAIL TAX NOTICES TO:
BFF Holdings, Inc.
c/o Thomas E. Muir
500 Huntsman Way
Salt Lake City, Utah 84108

SPECIAL WARRANTY DEED

TETON LAND, LLC, an Idaho limited liability company (*"Grantor"*), hereby conveys and warrants against all claiming by, through, or under said Grantor, but not otherwise, to TLFF HOLDINGS, INC., a Utah corporation (*"Grantee"*), with a mailing address of 500 Huntsman Way, Salt Lake City, Utah 84108, for the sum of Ten and No/100 Dollars ($10.00), and other good and valuable consideration, all of its right, title and interest in and to the following described real property situate in Teton County, Idaho:

See Legal Descriptions on Exhibits "A", "B", "C" and "D" Attached Hereto

WITNESS the hand of said Grantor this 01 day of February, 2018.

TETON LAND, LLC

By: _____
David H. Huntsman, Manager

STATE OF Utah)
: ss.
COUNTY OF Salt Lake)

On the 1st day of February, 2018, David H. Huntsman, the signer of the foregoing document in his capacity as Manager of Teton Land, LLC, an Idaho limited liability company, personally appeared before me, a notary public in and for said State, and duly acknowledged to me that he voluntarily executed the document for the purposes stated therein.

PAMELA G BAILEY
NOTARY PUBLIC-STATE OF UTAH
COMMISSION# 689187
COMM. EXP. 06-04-2020

Pamela G. Bailey
NOTARY PUBLIC

EXHIBIT "A"

Real Property Legal Description

The following described property located in Teton County, Idaho, together with and including any and all water rights appurtenant to such property, whether or not described below, which have not been expressly reserved or otherwise transferred in prior documents of record:

Township 5 North, Range 45 East, Boise Meridian, Teton County, Idaho.
Section 14: SE1/4 SW1/4

TOGETHER WITH all water rights appurtenant thereto.

ALSO TOGETHER WITH the tenements, hereditaments and appurtenances thereunto belonging or in anywise appertaining, and any reversions, remainders, rents, issues and profits therefrom; and all estate, right, title and interest in and to said property, as well in law as in equity, of the Grantor.

SUBJECT TO the following:

1. Right-of-way deed executed by Ellis D. Seymour, to the State of Idaho, for public highway, recorded August 8, 1935 in Book 62, Page 538, official records of Teton County, Idaho.

2. Irrigation Ditch over and across the above described property.

ALSO SUBJECT TO all real property taxes and assessments, all existing patent reservations, easements, rights of way, protective covenants and other matters of record, all applicable zoning ordinances, building codes, laws and regulations, and all encroachments, overlaps, boundary line disputes, claims of easements and other matters that would be disclosed by an accurate survey or inspection of the property.

EXHIBIT "B"

Real Property Legal Description

The following described property located in Teton County, Idaho, together with and including any and all water rights appurtenant to such property, whether or not described below, which have not been expressly reserved or otherwise transferred in prior documents of record:

Tract 1:

Parcel 1:
Township 5 North, Range 45 East, Boise Meridian, Teton County, Idaho:
Section 22: S1/2 NW1/4 and the N1/2 NW1/4

Parcel 2:
Township 5 North, Range 45 East, Boise Meridian, Teton County, Idaho:
Section 22: E1/2 of the NE1/4

Tract 2:

Township 5 North, Range 45 East, Boise Meridian, Teton County, Idaho:
Section 15: SE1/4 SE1/4

Tract 3:

Township 5 North, Range 45 East, Boise Meridian, Teton County, Idaho:
Section 23: SW1/4 NW1/4 and the NW1/4 SW1/4

TOGETHER WITH all water rights appurtenant thereto.

ALSO TOGETHER WITH the tenements, hereditaments and appurtenances thereunto belonging or in anywise appertaining, and any reversions, remainders, rents, issues and profits therefrom; and all estate, right, title and interest in and to said property, as well in law as in equity, of the Grantor.

SUBJECT TO the following:

1. Reservations in United States Patent, recorded in Book 6, Page 43. (Tract 1)

2. Reservations in United States Patent, recorded in Book 6, Page 44. (Tract 1 and 2)

3. Reservations in United States Patent, recorded in Book 6, Page 201. (Tract 3)

4. Easement for ingress and egress granted to Lavell H. Johnson, Elaine L. Johnson, Lowell B. Curtis, Julina Curtis, Daniel J. Letham, and Wanda W. Letham, recorded October 20, 1986, as Instrument No. 99708.

   Power Line Agreement granted to Fall River Rural Electric Cooperative related to said easement, recorded June 18, 2007, Recorder's No. 188633. (Tract 1 and 2)

5. Subject to a Quitclaim Deed from Union Pacific Railroad Company to Union Pacific Land Resources Corporation, recorded August 24, 1987, Recorder's No. 101265, wherein Union Pacific Railroad Company quitclaimed to Union Pacific Land Resources Corporation all of its right, title, and interest in and to all minerals and mineral rights in the one-time railroad property. (Tract 1 and 3)

6. County Road and Utility Easement along the Eastern Property line. (Tract 1 and 2)

7. County Road and Utility Easement along the Western Property line. (Tract 3)

8. Irrigation Ditches over and across the above described property. (Tract 2 and 3)

9. Easement for Ditch right-of-way granted to Lowell Curtis, recorded November 20, 2000, as Instrument No. 140242. (Tract 3)

ALSO SUBJECT TO all real property taxes and assessments, all existing patent reservations, easements, rights of way, protective covenants and other matters of record, all applicable zoning ordinances, building codes, laws and regulations, and all encroachments, overlaps, boundary line disputes, claims of easements and other matters that would be disclosed by an accurate survey or inspection of the property.

LESS AND EXCEPTING THEREFROM that tract of land granted by Teton Land, LLC to Driggs Acquisition III LLC pursuant to Instrument #246306, recorded in the Teton County, Idaho Recorder's Office on June 30, 2017, more particularly described as follows:

Tract IV: Teton Land

A portion of Teton Lands, LLC, Grant Deed, Instrument # 193445 as recorded in the Clerk and Recorder's Office, Teton County, Idaho and located in the Southwest 1/4 of Section 23, Township 5 North, Range 45 East of the Boise Meridian, Teton County, Idaho and being more particularly described as follows:

BEGINNING at a point on the North line of the SW1/4 SW1/4 of said Section 23, being a rebar and aluminum cap marked "SCHWARTZ PLS 6609" from which the 1/4 Corner to Sections 23 & 26, being a rebar and aluminum cap, bears S45"51'39"W 1906.33 feet;

Thence along said North line N89"56'30"W 1290.02 feet to the S1/16 corner common to Sections 22 and 23;

Thence along the West line of the NW1/4 SW1/4 of said Section 23 N00"10'10"E 608.96 feet to a point on said line;

Thence S64"39'06"E 1425.46 feet to the POINT OF BEGINNING.

Subject to: (i) all zoning regulations, restrictions, rules and ordinances, land use regulations, building restrictions, and other laws and regulations now in effect or hereafter adopted by any governmental authority having jurisdiction, and (ii) reservations, easements, rights-of-way, declarations, covenants, conditions, restrictions, encroachments, liens, and encumbrances and all other matters of record or enforceable at law or in equity.

EXHIBIT "C"

Real Property Legal Description

The following described property located in Teton County, Idaho, together with and including any and all water rights appurtenant to such property, whether or not described below, which have not been expressly reserved or otherwise transferred in prior documents of record.

Township 5 North, Range 45 East, Boise Meridian, Teton County, Idaho.
Section 9: SE1/4

TOGETHER WITH all water rights appurtenant thereto.

ALSO TOGETHER WITH the tenements, hereditaments and appurtenances thereunto belonging or in anywise appertaining, and any reversions, remainders, rents, issues and profits therefrom; and all estate, right, title and interest in and to said property, as well in law as in equity, of the Grantor.

SUBJECT TO the following:

1. County Road and Utility Easement along the Eastern and Southern Property line.
2. Subject to reservation in Warranty Deed recorded April 27, 1984, Recorder's No. 94713, records of Teton County, Idaho, wherein Daniel Schrock and Kathleene Schrock reserved 49% of all minerals, oil, gas and geothermal rights.
3. Subject to a Quitclaim deed from Union Pacific Railroad Company to Union Pacific Land Resources Corporation, recorded August 24, 1987, Recorder's No. 101265, wherein Union Pacific Railroad Company quitclaimed to Union Pacific Land Resources Corporation all of its right, title and interest in and to all minerals and mineral rights in the one-time railroad property.
4. Subject to reservations in Warranty Deed granted by William F. Rigby and Jeanne Rigby, to Steven L. Johnson and Susan Johnson, husband and wife, wherein grantor reserves all minerals, oil, gas and geothermal rights not previously reserved, recorded November 30, 1987, Recorder's No. 101737, official records of Teton County, Idaho.
5. Electric line right-of-way easement granted by Steve Johnson, to Fall River Rural Electric Cooperative, Inc., recorded May 30, 1991, Recorder's No. 108014, records of Teton County, Idaho.
6. Agreement for electrical service between Steve Johnson, and Fall River Rural Electric Cooperative, Inc., recorded May 30, 1991, Recorder's No. 108037, records of Teton county, Idaho.

ALSO SUBJECT TO all real property taxes and assessments, all existing patent reservations, easements, rights of way, protective covenants and other matters of record, all applicable zoning ordinances, building codes, laws and regulations, and all encroachments, overlaps, boundary line disputes, claims of easements and other matters that would be disclosed by an accurate survey or inspection of the property.

EXHIBIT "D"

Real Property Legal Description

The following described property located in Teton County, Idaho, together with and including any and all water rights appurtenant to such tracts, whether or not described below, which have not been expressly reserved or otherwise transferred in prior documents of record.

Tract 1:

Township 5 North, Range 45 East, Boise Meridian, Teton county, Idaho.
Section 14: SW1/4 SW1/4

Tract 2:

Township 5 North, Range 45 East, Boise Meridian, Teton County, Idaho.
Section 22: NW1/4 SW1/4

TOGETHER WITH all water rights appurtenant thereto.

ALSO TOGETHER WITH the tenements, hereditaments and appurtenances thereunto belonging or in anywise appertaining, and any reversions, remainders, rents, issues and profits therefrom; and all estate, right, title and interest in and to said property, as well in law as in equity, of the Grantor.

SUBJECT TO the following:

1. County Road and Utility Easement along the Western Property line. (Tract 1)
2. Irrigation Ditch over and across the above described property. (Tract 1)
3. Reservations in United States patent, recorded in Book 7, Page 448. (Tract 2)

ALSO SUBJECT TO all real property taxes and assessments, all existing patent reservations, easements, rights of way, protective covenants and other matters of record, all applicable zoning ordinances, building codes, laws and regulations, and all encroachments, overlaps, boundary line disputes, claims of easements and other matters that would be disclosed by an accurate survey or inspection of the property.

State of Idaho
DEPARTMENT OF WATER RESOURCES
Eastern Region • 900 N SKYLINE DR STE A • IDAHO FALLS, ID 83402-1718
Phone: (208)525-7161 • Fax: (208)525-7177 • Website: www.idwr.idaho.gov

Brad Little
Governor

Gary Spackman
Director

December 04, 2019

TLFF HOLDINGS INC
500 S HUNTSMAN WAY
SALT LAKE CTY UT 84108-1235

Re: Change in Ownership for Water Right No(s): 22-12015, 22-12016, 22-12017 & 22-13337

Dear Water Right Holder(s):

The Department of Water Resources (Department) acknowledges the receipt of correspondence changing ownership of the above referenced water right(s) 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.

If you have any questions concerning the enclosed information, please contact me at (208) 497-3787.

Sincerely,

Jonie Barg
Technical Records Specialist 1

Enclosure(s)

cc: Water District 01
ec: Harvey Walker

Barg, Jonie

From: Tom Muir <tmuir@huntsmancos.com>
Sent: Monday, December 02, 2019 3:38 PM
To: Barg, Jonie
Subject: RE: Transfer forms

You bet.

TLFF Holdings Inc.
BFF Holdings Inc.

500 Huntsman Way
Salt Lake City, UT 84108
Attn. Tom Muir

Blackfoot Farms, L. C.
Fillmore Farms, LLC
Teton Land, LLC

500 Huntsman Way
Salt Lake City, UT 84108
Attn. Jena Howland

Many thanks,

Tom

From: Barg, Jonie <Jonie.Barg@idwr.idaho.gov>
Sent: Monday, December 02, 2019 2:31 PM
To: Tom Muir <tmuir@huntsmancos.com>
Subject: RE: Transfer forms

Can I get a mailing address and phone number for the forms? Thank you for your time.

Jonie Barg

Jonie Barg
Idaho Department of Water Resources
900 N Skyline Ste A
Idaho Falls ID 83402
phone: (208) 525-7161
fax: (208) 525-7177
email: jonie.barg@idwr.idaho.gov

Protect your Enthusiasm from the Negativity of others. ~ H Jackson Brown Jr. ~

From: Tom Muir [mailto:tmuir@huntsmancos.com]
Sent: Monday, December 02, 2019 2:04 PM
To: Barg, Jonie <Jonie.Barg@idwr.idaho.gov>
Cc: why@atcnet.net
Subject: Transfer forms

Hi Jonie,

Originals are going in the overnight mail. Please let me or Harvey know if you require anything further.

Many thanks,

Tom