

STATE OF IDAHO
DEPARTMENT OF WATER RESOURCES

RECEIVED

FEB 16 2018

DEPT OF WATER RESOURCES
SOUTHERN REGION

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?
45-7641	Yes ☐	Yes ☐		Yes ☐	Yes ☐
45-11838	Yes ☐	Yes ☐		Yes ☐	Yes ☐
01-4033B	Yes ☐	Yes ☐		Yes ☐	Yes ☐
	Yes ☐	Yes ☐		Yes ☐	Yes ☐
	Yes ☐	Yes ☐		Yes ☐	Yes ☐

2. Previous Owner's Name: MillerCoors LLC
Name of current water right holder/claimant
3. New Owner(s)/Claimant(s): MillerCoors USA LLC
New owner(s) as listed on the conveyance document
- 250 S. Wacker Drive Chicago Illinois 60606
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: January 1, 2018
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

IN FILE # 1-4033B

8. Signature: [Signature] Chief Financial Officer January 2, 2018
Signature of new owner/claimant Title, if applicable Date
- Signature: _____ Title, if applicable Date _____

For IDWR Office Use Only:

Received by [Signature] Date 2-16-2018 Receipt No. 8036581e Receipt Amt. \$75-

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 [Signature] Date 2-16-2018

CASSIA COUNTY
Recorded for:
FIRST AMERICAN TITLE INSURANCE
12:43:03 pm 01-22-2018
2018-000340
No. Pages: 7 Fee: \$15.00
JOSEPH W. LARSEN
County Clerk
Deputy: CVELASQUEZ

SPECIAL WARRANTY DEED

(AREA ABOVE RESERVED FOR RECORDING INFORMATION)

Recording Requested By and
When recorded return to:

First American Title Insurance Company
National Commercial Services
833 E. Michigan Street, Suite 550
Milwaukee, WI 53202

SPECIAL WARRANTY DEED

THIS DEED, made effective this 1st day January, 2018, between **MILLERCOORS, LLC**, a limited liability company duly organized and existing under and by virtue of the laws of the State of Delaware, having an address of 250 S. Wacker Drive, Suite 800, Chicago, IL 60606 ("**Grantor**"), and **MILLERCOORS USA, LLC**, a limited liability company duly organized and existing under and by virtue of the laws of the State of Delaware, having an address of 250 S. Wacker Drive, Suite 800, Chicago, IL 60606 ("**Grantee**");

WITNESSETH, That the **Grantor**, for and in consideration of the sum of TEN DOLLARS (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, has granted, bargained, sold and conveyed, and by these presents does grant, bargain, sell, convey and confirm, unto the **Grantee**, its successors and assigns forever, all the real property, together with improvements, if any, situate, lying and being in the County of Cassia, State of Idaho, described as follows:

See Legal Description attached hereto and
incorporated herein as **Exhibit A**

TOGETHER with the interests, easements, rights, benefits, improvements and attached fixtures appurtenant to the property, all interest of **Grantor**, if any, in any vacated streets, alleys, gores and strips adjacent to the property (the "**Property**");

Also known as Tax Parcel(s): RP 10S22E224802 A
 RP 10S22E225401 A
 RP 10S22E226200 A
 RP 10S22E226205 A
 RP 10S22E224200 A

TOGETHER with all minerals and mineral rights owned by **Grantor**, if any, which are within and appurtenant to the Property (the "**Mineral Rights**").

TOGETHER with any and all of the following water rights which are owned by, or held in trust for the benefit of, the Grantor and which are appurtenant to, or customarily used in connection with, the Property (collectively, the "**Water Rights**");

After Recording, please return to:
Quarles & Brady LLP
300 N. LaSalle St., Suite 4000
Chicago, Illinois 60654-3422
Attention: Susan Matejcek

ID-BURL1-SITE
QB49855876.1

(1) All water, water rights and water storage rights, whether the same are permitted, licensed, or decreed, including surface and ground water, tributary and non-tributary water, and appropriated or unappropriated, (together with all permits, licenses, contracts, adjudication claims, and other approvals relative thereto); and

(2) All wells and well rights, water diversion structures and facilities, ditches and ditch rights, springs and spring rights, reservoirs and reservoir storage rights, and shares of stock and any other interests in canal companies, ditch companies, irrigation districts, and other water storage and distribution entities;

Without limiting the foregoing, said water rights shall include, but not necessarily be limited to, the following:

- A. Idaho Department of Water Resources Water Right No. 01-40338 (Irrigation)
- B. Idaho Department of Water Resources Water Right No.45-7112 (Irrigation)
- C. Idaho Department of Water Resources Water Right No.45-7348 (Industrial)
- D. Idaho Department of Water Resources Water Right No.45-7641 (Commercial)
- E. Idaho Department of Water Resources Water Right No.45-11838 (Domestic/Stockwater)
- F. All water rights owned or held in trust by the Burley Irrigation District for beneficial use on the Property, including, but not necessarily limited to, irrigation for 201.59 acres.

TOGETHER with such prescriptive rights **Grantor** may have, if any, as the result of the placement of fences and improvements on or adjacent to the Property (the "**Prescriptive Rights**").

TOGETHER with all and singular the hereditaments and appurtenances thereunto belonging, or in anywise appertaining, the reversion and reversions, remainder and remainders, rents, issues and profits thereof, and all the estate, right, title, interest, claim and demand whatsoever of the **Grantor**, either in law or equity, of, in and to the above bargained premises, with the hereditaments and appurtenances.

TO HAVE AND TO HOLD the said premises above bargained and described, with the appurtenances, unto the **Grantee**, its successors and assigns forever, subject, however, to

(a) covenants, conditions, restrictions, and other matters of record in the office of the County Recorder of Cassia County, Idaho, and (b) all unpaid taxes and assessments, known or unknown.

EXCEPT with reference to items referred to in clause (a) and (b) above, this Deed is given with the usual covenants expressed in Section 30-11-110, Montana Code Annotated.

[Signature Page Follows]

IN WITNESS WHEREOF, the Grantor executed this deed effective as of the date set forth above.

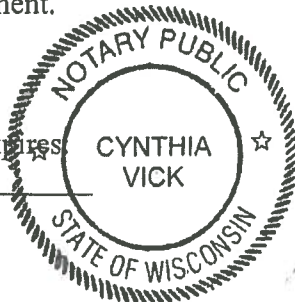
MILLERCOORS LLC, a Delaware limited liability company

By: 
Name: Gregory Tierney
Title: Chief Financial Officer

STATE OF WISCONSIN §
COUNTY OF MILWAUKEE §

On December 21, 2017, before me, the undersigned, a notary public in and for said State, personally appeared Gregory Tierney, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity and that, by his signature on the instrument, the person, or the entity upon behalf of which the person acted, executed the instrument.

My Commission Expires



, Notary Public

CYNTHIA VICK

My commission expires 02/08/2019

EXHIBIT A

LEGAL DESCRIPTION

The land situated in the State of Idaho, County of Cassia, and is described as follows:

A PARCEL OF LAND CONVEYED TO COORS BREWING COMPANY BY DEED INSTRUMENT NOS. 211478 DATED JANUARY 16, 1991, AND 218480, DATED APRIL 10, 1992, ALL AS MORE PARTICULARLY DESCRIBED AS FOLLOWS:

TOWNSHIP 10 SOUTH, RANGE 22 EAST, BOISE MERIDIAN, CASSIA COUNTY, IDAHO

SECTION 22: A PARCEL OF LAND DESCRIBED IN INSTRUMENT NOS. 211478 AND 218480 LOCATED IN THE WEST ½ OF SECTION 22, TOWNSHIP 10 SOUTH, RANGE 22 EAST, BOISE MERIDIAN, CASSIA COUNTY, IDAHO, DESCRIBED AS FOLLOWS:

BEGINNING AT THE WEST ¼ CORNER OF SECTION 22, TOWNSHIP 10 SOUTH, RANGE 22 EAST, BOISE MERIDIAN, BEING MARKED BY A 5/8 INCH REBAR NOT CAPPED, CORNER PERPETUATION INSTRUMENT NO. 148125;

THENCE NORTH 00°22'43" EAST ALONG THE WEST LINE OF SAID SECTION 22, A DISTANCE OF 960.51 FEET TO THE SOUTHWESTERLY CORNER OF A PARCEL OF LAND DESCRIBED IN DEED INSTRUMENT NO. 271220 BEING MARKED BY A 5/8 INCH REBAR WITH A 2 INCH ALUMINUM CAP STAMPED RMES PLS 13023;

THENCE NORTH 88°42'06" EAST ALONG THE SOUTHERLY BOUNDARY LINE OF PARCELS OF LAND DESCRIBED IN DEED INSTRUMENT NOS. 271220, 293404 AND 215445 A DISTANCE OF 2,050.40 FEET, BEING MARKED BY A 5/8 INCH REBAR WITH A 2 INCH ALUMINUM CAP STAMPED RMES PLS 13023;

THENCE NORTH 06°25'49" EAST A DISTANCE OF 249.30 FEET TO A POINT ON THE SOUTHERLY MEANDER LINE OF THE SNAKE RIVER;

THENCE SOUTH 61°13'59" EAST ALONG SAID SOUTHERLY MEANDER LINE A DISTANCE OF 302.36 FEET;

THENCE SOUTH 50°02'39" EAST ALONG SAID SOUTHERLY MEANDER LINE A DISTANCE OF 346.58 FEET TO A POINT ON THE MERIDIONAL CENTERLINE OF SAID SECTION 22;

THENCE SOUTH 00°03'57" EAST ALONG SAID MERIDIONAL CENTERLINE A DISTANCE OF 883.88 FEET TO THE CENTER ¼ CORNER OF SAID SECTION 22 BEING MARKED BY A 5/8 INCH REBAR NOT CAPPED;

THENCE SOUTH 00°05'19" EAST ALONG SAID MERIDIONAL CENTERLINE A DISTANCE OF 2,407.32 FEET TO A POINT ON THE NORTHERLY RIGHT OF WAY LINE

OF UNION PACIFIC RAILROAD BEING MARKED BY AN IDAHO TRANSPORTATION
RIGHT OF WAY MONUMENT IN A CONCRETE CYLINDER;

THENCE NORTH $87^{\circ}01'37''$ WEST ALONG SAID NORTHERLY RIGHT OF WAY LINE A
DISTANCE OF 2,645.52 FEET TO A POINT ON THE WEST LINE OF SAID SECTION 22
BEING MARKED BY A 5/8 INCH REBAR WITH A 2 INCH ALUMINUM CAP STAMPED
RMES PLS 13023;

THENCE NORTH $00^{\circ}33'55''$ EAST ALONG SAID WEST LINE A DISTANCE OF 2,267.50
FEET TO THE POINT OF BEGINNING.

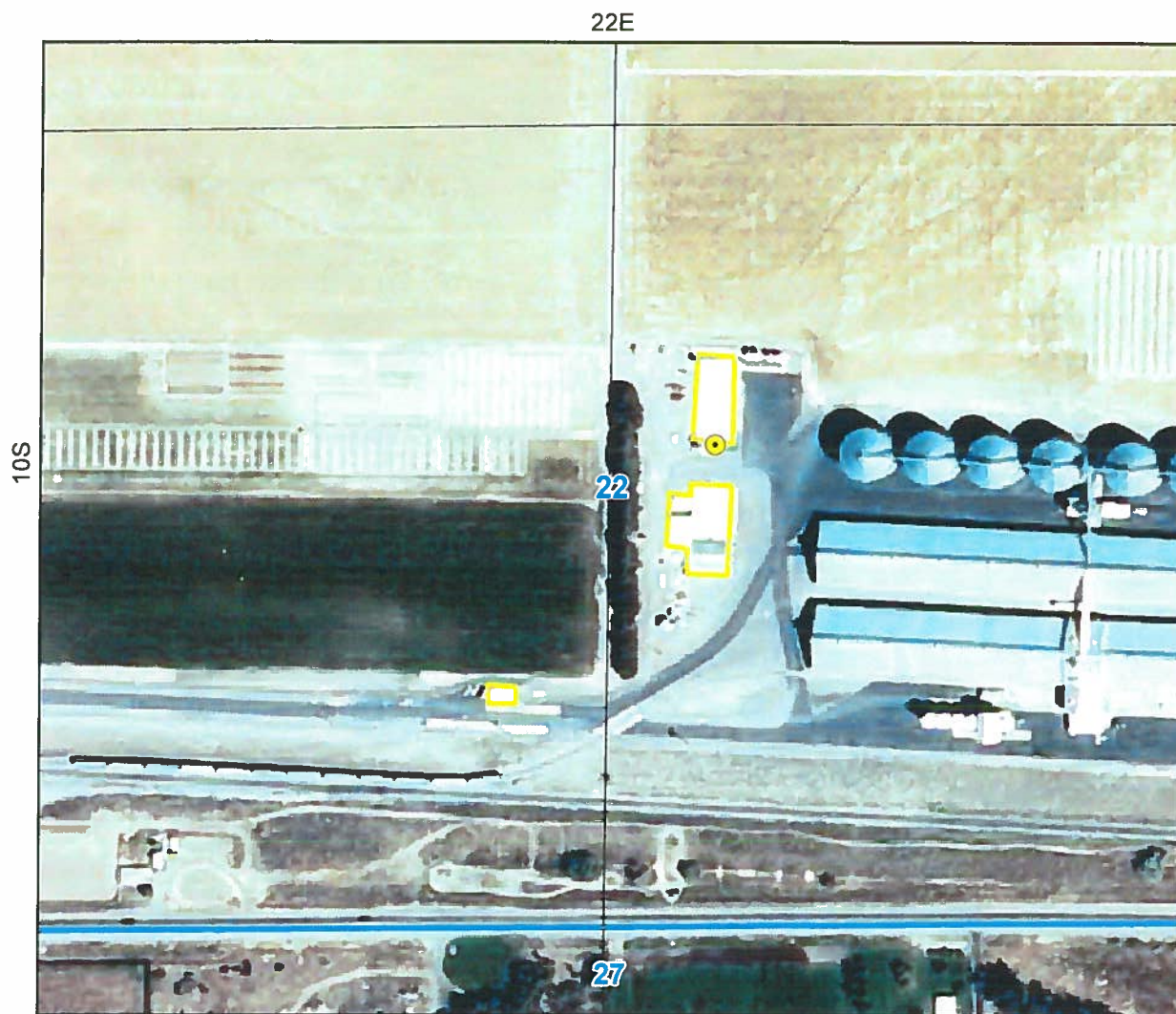
Commonly known as: 7 North 400 West & 15 North, 200 West, Burley, ID

State of Idaho
Department of Water Resources

Water Right
45-7641

COMMERCIAL

The map depicts the place of use for the water use listed above and point(s) of diversion of this right as currently derived from interpretations of the paper records and is used solely for illustrative purposes. Discrepancies between the computer representation and the permanent document file will be resolved in favor of the actual water right documents in the water right file.



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

0 0.035 0.07 0.14 Miles

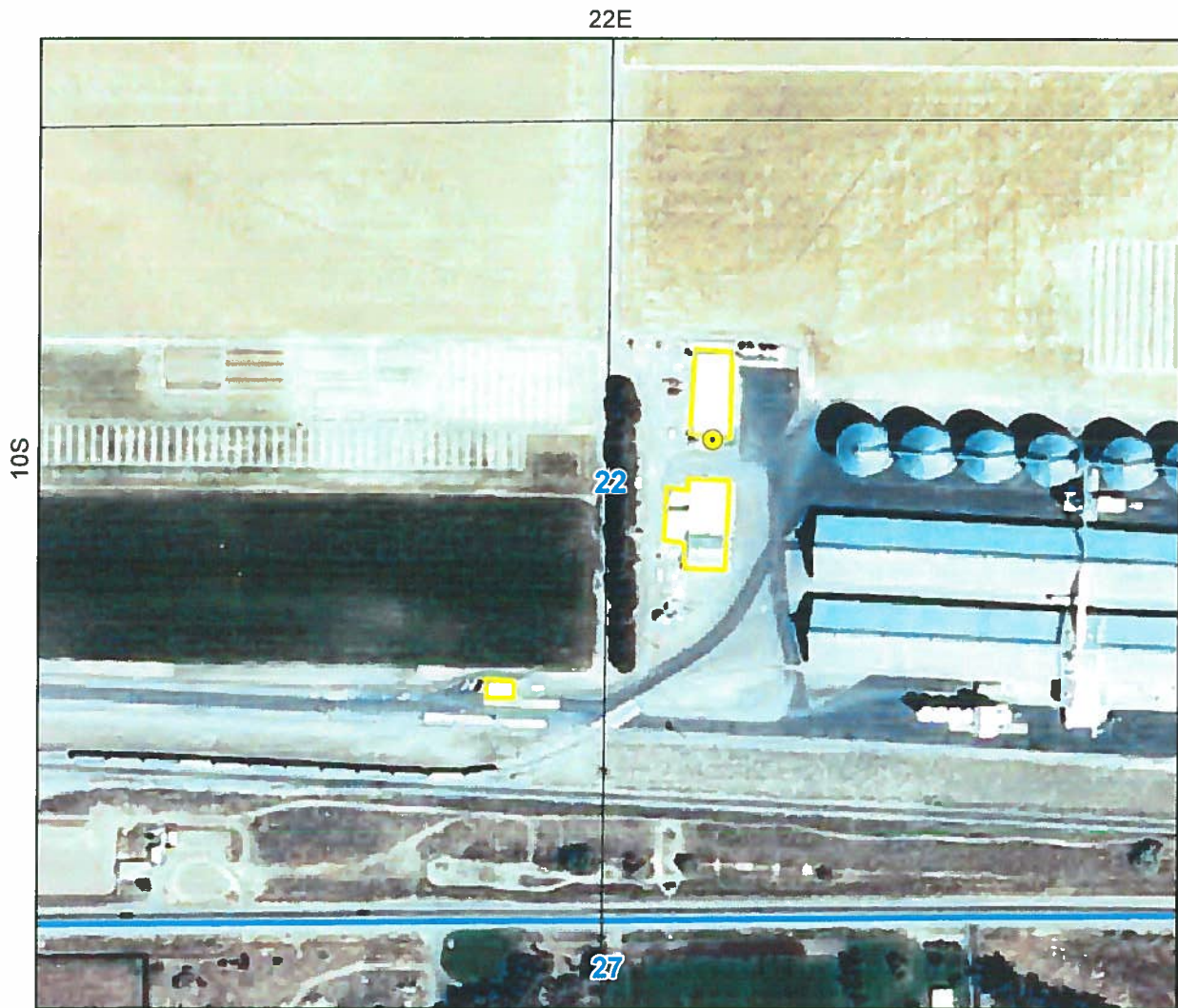


State of Idaho
Department of Water Resources

Water Right
45-11838

COMMERCIAL

The map depicts the place of use for the water use listed above and point(s) of diversion of this right as currently derived from interpretations of the paper records and is used solely for illustrative purposes. Discrepancies between the computer representation and the permanent document file will be resolved in favor of the actual water right documents in the water right file.



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

0 0.035 0.07 0.14 Miles



State of Idaho
Department of Water Resources

Water Right 1-4033B

IRRIGATION

The map depicts the place of use for the water use listed above and point(s) of diversion of this right as currently derived from interpretations of the paper records and is used solely for illustrative purposes. Discrepancies between the computer representation and the permanent document file will be resolved in favor of the actual water right documents in the water right file.

22E



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

0 0.075 0.15 0.3 Miles



No. W 74043	Due no later than May 31, 2017 Annual Report Form		2. Registered Agent and Address (NO PO BOX)	
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	1. Mailing Address: Correct in this box if needed. MILLERCOORS LLC MARCIA YOUNG 250 S. WACKER DRIVE SUITE 800 CHICAGO IL 60606		C T CORPORATION SYSTEM 921 S ORCHARD ST STE G BOISE ID 83705-8020	
			3. <u>New</u> Registered Agent Signature:*	
4. Limited Liability Companies: Enter Names and Addresses of at least one Member or Manager.				
Office Held MANAGER	Name TRACEY JOUBERT	Street or PO Address 1801 CALIFORNIA AVENUE	City DENVER	State Country Postal Code CO USA 80202
5. Organized Under the Laws of: DE W 74043	6. Annual Report must be signed.*			
	Signature: Marcia Young Name (type or print): Marcia Young		Date: 04/06/2017 Title: Paralegal	
Processed 04/06/2017		* Electronically provided signatures are accepted as original signatures.		



State of Idaho

DEPARTMENT OF WATER RESOURCES

Southern Region • 650 ADDISON AVE W STE 500 • TWIN FALLS, ID 83301-5858

Phone: (208)736-3033 • Fax: (208)736-3037 • Website: www.idwr.idaho.gov

C.L. "Butch" Otter
Governor

Gary Spackman
Director

February 20, 2018

MILLERCOORS USA LLC
250 S WACKER DR STE 800
CHICAGO IL 60606-6301

Re: Change in Ownership for Water Right No(s): 1-4033B, 45-7641 & 45-11838

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 of the owner of a water right, to the Department. Notice of the change must be provided to the Department within **120 days** of the change. Water right forms are available from any office of the Department, or at www.idwr.idaho.gov.

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

Sincerely,

Denise Maline
Administrative Assistant I

Enclosure(s)

cc: Jeremy A Lite @ Quarles & Brady LLP



Renaissance One
Two North Central Avenue
Phoenix, Arizona 85004-2391
602.229.5200
Fax 602.229.5690
www.quarles.com

Attorneys at Law in
Chicago
Indianapolis
Madison
Milwaukee
Naples
Phoenix
Scottsdale
Tampa
Tucson
Washington, D.C.

Writer's Direct Dial: 520.770.8739
E-Mail: jeremy.lite@quarles.com

RECEIVED

FEB 16 2018

**DEPT OF WATER RESOURCES
SOUTHERN REGION**

February 15, 2018

VIA UPS NEXT DAY AIR

Idaho Department of Water Resources
Southern Region Office
650 Addison Ave. W.
Suite 500
Twin Falls, ID 83301-5858

RE: Change in Ownership for Water Right Nos. 45-7641, 45-11838, and 01-4033B

To whom it may concern:

Enclosed is a Notice of Change in Water Right Ownership form with original signature on behalf of the new owner, MillerCoors USA, LLC, for Water Right Nos. 45-7641, 45-11838, and 01-4033B. MillerCoors USA acquired the property and water rights from MillerCoors LLC as the result of an internal reorganization. The use and management of the property and water rights will not change.

Also enclosed is a copy of the recorded Special **W**arranty Deed conveying the property to MillerCoors USA, maps showing the places of diversion and use, and a check for the fee of \$75.00 (3 x \$25). Please let me know if there is any more information you need to process this Change in Ownership. Thank you.

Sincerely,

QUARLES & BRADY LLP


Jeremy A. Lite

JLITE:psm
Enclosures