

RECEIVED

DEC 13 2017

DEPARTMENT OF
WATER RESOURCESSTATE OF IDAHO
DEPARTMENT OF WATER RESOURCES

Notice of Change in Water Right Ownership

RECEIVED

DEC 04 2017

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?
~~66-33694~~ INCORRECT #	Yes ☐	Yes ☐	63-33695 ps	Yes ☐	Yes ☐
63-33694 ps	Yes ☐	Yes ☐	per deed	Yes ☐	Yes ☐
63-10579 ps	Yes ☐	Yes ☐		Yes ☐	Yes ☐
63-10580 ps	Yes ☐	Yes ☐		Yes ☐	Yes ☐
63-10465 ps	Yes ☐	Yes ☐		Yes ☐	Yes ☐

2. Previous Owner's Name: Gooding Family Farms LLC
Name of current water right holder/claimant
3. New Owner(s)/Claimant(s): Borah Peak Farms, LLC c/o Oak River Farms
New owner(s) as listed on the conveyance document Name connector ☐ and ☐ or ☐ and/or
- P.O. Box 158 Monterey LA 71354
Mailing address City State ZIP
318-386-7247 x 205
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: October 13, 2017
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):
 o \$25 per undivided water right.
 o \$100 per split water right.
 o 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: [Signature] AUTHORIZED SIGNATORY 10.13.17
Signature of new owner/claimant Title, if applicable Date

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

For IDWR Office Use Only:

Received by [Signature] Date 12/4/17 Receipt No. W045875 Receipt Amt. \$100⁰⁰
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 X Approved by _____ Processed by PS Date 2-9-18

2017-045835	
RECORDED	
10/20/2017 02:30 PM	
CHRIS YAMAMOTO	
CANYON COUNTY RECORDER	
Pgs=13 MBROWN	\$15.00
TYPE: DEED	
FIRST AMERICAN - NCS BOSTON	
ELECTRONICALLY RECORDED	

WHEN RECORDED, PLEASE RETURN TO:

First American Title Insurance Company
 800 Boylston Street, Suite 2820
 Boston, MA 02199
 Attn: Mark W. Anderson, Esq.

1.	36653011 0
2.	36663010 0
3.	36673010 0
4.	36667000 0
5.	36668010 0
6.	36766010 0
7.	36762000 0

Space above this line for recorder's use only

GRANT DEED

FOR VALUE RECEIVED, the receipt and sufficiency of which are hereby acknowledged, Gooding Family Farms LLC, a Delaware limited liability company ("Grantor"), hereby grants, sells, transfers, and conveys unto Borah Peak Farms, LLC, a Delaware limited liability company whose current address is c/o [REDACTED] Oak River Farms, P.O. Box 158, Monterey, LA 71354, Attn: Controller (collectively, "Grantee") that certain real property located in Butte County, Idaho and legally described in Exhibit A attached hereto and incorporated herein (the "Property").

TOGETHER WITH all improvements thereon and all tenements, hereditaments and appurtenances thereunto belonging or in anywise appertaining to the Property.

TO HAVE AND TO HOLD the Property unto Grantee, its successors and assigns, forever. Grantor does hereby covenant with Grantee that the Property is free from all encumbrances done, made, or suffered by Grantor except: (i) general taxes and assessments not yet due and payable; (ii) the permitted encumbrances set forth on Exhibit B; and (iii) all matters made, done, or suffered by Grantee; and Grantor will warrant and defend the same against all lawful claims of all persons claiming by, through or under Grantor, but none other.

[Remainder of page intentionally left blank; signature page follows.]

DATED effective as of the 13th day of October, 2017.

GRANTOR:

GOODING FAMILY FARMS LLC,
a Delaware limited liability company

By: Agricultural Company of America Partners,
LP, its managing member

By: Agricultural Company of America Partners
GP, LLC, its general partner

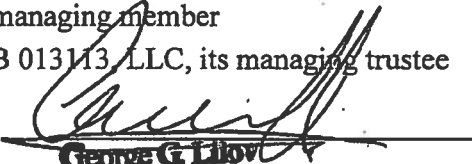
By: Agricultural Company of America Realty
Trust, its managing member

By: CPPIB 013113, LLC, its managing trustee

By:

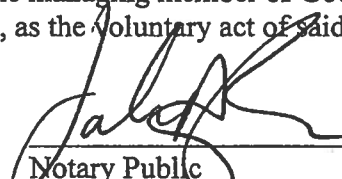
Name:

Title:


George G. Lilov
Authorized Person

COMMONWEALTH OF MASSACHUSETTS)
SUFFOLK COUNTY) ss.

On this 13th day of October, 2017, before me the undersigned notary public, personally appeared George G. Lilov as Authorized Person of CPPIB 013113, LLC, and provided to me through satisfactory evidence of identification, which was a Driver's License to be the person whose name is signed on the preceding or attached document and acknowledged to me that he signed it voluntarily for its stated purpose, as Authorized Person of CPPIB 013113, LLC, the managing trustee of Agricultural Company of America Realty Trust, the managing member of Agricultural Company of America Partners GP, LLC, the general partner of Agricultural Company of America Partners, LP, the managing member of Gooding Family Farms LLC, a Delaware limited liability company, as the voluntary act of said company.


Notary Public
My Commission expires: 1/25/2019

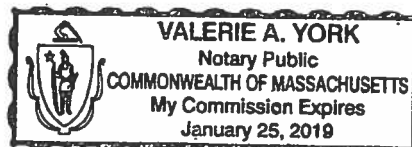


EXHIBIT A

Legal Description of Property

Parcel 1:

Lots 1 and 2 and the Southwest Quarter of the Northeast Quarter of Section 2, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho;

EXCEPTING THEREFROM: A parcel of land located in a portion of Government Lot 1 of Section 2, Township 4 North, Range 5 West of the Boise Meridian, Canyon County, Idaho and is more particularly described as follows: Beginning at the Northeast corner of Section 2 (Northeast section corner, Section 2), a found brass cap monument; thence South 0°43'48" West along the East boundary of Government Lot 1 a distance of 1276.65 feet to the Southeast corner of Government Lot 1 (North 1/16 corner, Section 2), a 5/8 x 30 inch rebar set with an aluminum cap stamped L.S. 3627; thence South 89°49'12" West along the South boundary of Government Lot 1 a distance of 1305.33 feet to a point that lies 14.00 feet East of the Southwest corner of Government Lot 1, a 5/8 x 30 inch rebar set with a plastic cap stamped L.S. 3627; thence North 0°48'01" East parallel with and 14.00 feet East of the West boundary of Government Lot 1 a distance of 1280.91 feet to a point on the North boundary of Government Lot 1, a 5/8 x 30 inch rebar set with a plastic cap stamped L.S. 3627; thence South 89°59'39" East along the North boundary of Government Lot 1 a distance of 1303.70 feet to the Point of Beginning;

FURTHER EXCEPTING THEREFROM: A parcel of land located in the Northeast Quarter of Section 2, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho, being further described as follows: Basis of Bearings: The West line of the Northwest Quarter of Section 2, Township 4 North, Range 5 West, Boise Meridian, derived from found monuments and taken as North 00°51'03" East with the distance between monuments found to be 2614.95 feet. Beginning at a point on the West line of Government Lot 2 of said Section 2, Township 4 North, Range 5 West, Boise Meridian from which the Center North 1/16 corner of said Section 2 bears South 00°51'03" West a distance of 835.26 feet; thence along said West line North 00°51'03" East a distance of 100.00 feet to a point from which the North Quarter corner of said Section 2 bears North 00°51'03" East a distance of 350.00 feet; thence leaving said West line South 89°08'57" East a distance of 150.00 feet; thence South 00°51'03" West a distance of 100.00 feet; thence North 89°08'57" West a distance of 150.00 feet to the Point of Beginning.

Parcel 2:

A parcel of land situated in portions of the Northwest Quarter of Section 2, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho, and the Southwest Quarter of Section 35, Township 5 North, Range 5 West, Boise Meridian, Canyon County, Idaho, more particularly described as follows: Commencing at the Southwest corner of said Section 35 marked by a brass cap, said brass cap also marking the Northwest corner of said Section 2; thence along the section line common to said Sections 35 and 2 South 89°46'05" East 296.44 feet to the Point of Beginning; thence leaving said section line North 5°50'00" West 1332.41 feet to a point on the North line of the Southwest Quarter of the Southwest Quarter of said Section 35 marked by a 5/8-inch iron pin; thence along the North line of the Southwest Quarter of the Southwest Quarter

of said Section 35; South 89°54'24" East 1157.35 feet to the Northeast corner of the Southwest Quarter of the Southwest Quarter of said Section 35 marked by a 5/8-inch iron pin; thence along the West line of the Northeast Quarter of the Southwest Quarter of said Section 35; North 0°05'07" West 269.13 feet to a point marked by a 5/8-inch iron pin; thence leaving the West line of the Northeast Quarter of the Southwest Quarter of said Section 35; South 89°12'36" East 432.35 feet to a point marked by a 5/8-inch iron pin; thence South 45°34'11" East 1246.53 feet to a point on the North-South center of section line of said Section 35; thence along the North-South center of section line of said Section 35; South 0°01'15" East 553.40 feet to a point marked by a 5/8-inch iron pin; thence leaving the North-South center of section line of said Section 35 and parallel with the section line common to said Sections 35 and 2; North 89°46'05" West 691.68 feet to a point marked by a 5/8-inch iron pin; thence leaving said parallel line and at right angles; South 0°13'55" West 170.26 feet to a point on the section line common to said Sections 35 and 2 marked by a 5/8-inch iron pin; thence along the section line common to said Sections 35 and 2; South 89°46'05" East 692.43 feet to a point marking the Quarter corner common to said Sections 35 and 2; thence along the North-South center of section line of said Section 2; South 0°48'49" West 1758.38 feet to a point marked by a 5/8-inch iron pin; thence leaving the North-South center of section line of said Section 2 and at right angles; North 89°11'11" West 673.25 feet to a point marked by a 5/8-inch iron pin; thence North 38°40'13" West 1027.55 feet to a point marked by a 5/8-inch iron pin; thence North 53°59'37" West 1210.32 feet to a point marked by a 5/8-inch iron; thence North 5°50'00" West 245.62 feet to the Point of Beginning.

EXCEPT that portion of the above described property located within Section 35, Township 5 North, Range 5 West, Boise Meridian, Canyon County, Idaho.

Parcel 3:

A portion of the South Half of the Northwest Quarter of Section 3, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho, more particularly described as follows: Commencing at the Northeast corner of said South Half of the Northwest Quarter; thence South 1°11'50" West along the East boundary of said South Half of the Northwest Quarter a distance of 616.30 feet to the True Point of Beginning; thence continuing South 1°11'50" West along said East boundary a distance of 722.32 feet to the Southeast corner of said South Half of the Northwest Quarter; thence South 89°58'06" West along the South boundary of said South Half of the Northwest Quarter a distance of 2650.23 feet to the Southwest corner of said South Half of the Northwest Quarter; thence North 1°05'03" East along the West boundary of said South Half of the Northwest Quarter a distance of 1337.20 feet to the Northwest corner of said South Half of the Northwest Quarter; thence North 89°56'19" East along the North boundary of said South Half of the Northwest Quarter a distance of 2084.74 feet; thence South 1°57'17" West a distance of 609.55 feet; thence South 89°21'59" East a distance of 576.10 feet to the True Point of Beginning.

Parcel 4:

The East Half of the Southeast Quarter of Section 3, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho;

EXCEPTING THEREFROM a strip of land being on the Westerly side of the centerline of U.S. Highway 95, Project No. F-3311(5) Highway Survey as shown on the plans thereof now

on file in the office of the Department of Highways of the State of Idaho, and lying over and across the East Half of the Southeast Quarter of Section 3, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho, described as follows, to-wit: Beginning at the Southeast corner of Section 3, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho; thence Northerly along the East line of said Section 3 a distance of 2640.00 feet, more or less, to the Northeast corner of the Northeast Quarter of the Southeast Quarter of said Section 3; thence Westerly along the North line of said Northeast Quarter of the Southeast Quarter a distance of 60.00 feet, more or less, to a point in a line parallel with and 60.00 feet distant Westerly from the centerline of said U.S. Highway 95, Project No. F-3311(5) Highway Survey; thence South $0^{\circ}56'44''$ West along said parallel line 550.60 feet, more or less, to a point opposite Station 154+50 of said highway survey; thence South $10^{\circ}21'52''$ East 50.99 feet to a point in a line parallel with and 50.00 feet distance Westerly from the centerline and opposite Station 154+00 of said highway survey; thence along said last parallel line as follows: South $0^{\circ}56'44''$ West 1584.73 feet to a point opposite Station 138+15.27 a point of tangent of said highway survey, Southerly along a 57,345.80-foot radius curve left 492.00 feet, more or less, to a point in the South line of said Section 3; thence Easterly along said South line 47.9 feet to the Place of Beginning.

FURTHER EXCEPTING THEREFROM a portion of the following described parcel of real property as disclosed in Warranty Deed, recorded May 2, 2011 as Instrument No. 2011017674, situated in a portion of the Southeast Quarter of Section 3, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho, being more particularly described as follows: Commencing at the Northeast corner of said Southeast Quarter, also being the East Quarter Corner of said Section 3, Township 4 North, Range 5 West; thence along the North line of the Southeast Quarter of said Section 3, North $89^{\circ}58'22''$ West, 60.02 feet to a point on the West Right-of-Way line of U.S. Highway 95, and the True Point of Beginning; thence continuing along said Northerly line of the Southeast Quarter of said Section 3, North $89^{\circ}58'22''$ West 1273.46 feet to the Center East 1/16 Corner of said Section 3; thence, continuing along said Northerly line of the Southeast Quarter of said Section 3, North $89^{\circ}59'09''$ West, 1333.61 feet to the Northwest Corner of said Southeast Quarter, Section 3; thence, along the West line of the Southeast Quarter, Section 3, South $01^{\circ}10'47''$ West, 65.19 feet to a point on the Southerly Right-of-Way line of Jacks Road (Station 9+97.34, 34.00 feet right, Jacks Road Reconstruction Project); thence, leaving said West line South $89^{\circ}59'09''$ East along said Right-of-Way and being parallel with and 34.00 feet distant from said centerline, a distance of 1213.26 feet to a point of curvature; thence, continuing along said Right-of-Way on a curve to the left 134.24 feet, said curve having a radius of 630.00 feet, a central angle of $12^{\circ}12'29''$, a chord distance of 133.98 feet with a chord bearing of North $83^{\circ}54'37''$ East, to a point of reverse curvature; thence, continuing along said Right-of-Way on a curve to the right 118.66 feet, said curve having a radius of 574.00 feet, a central angle of $11^{\circ}50'38''$, a chord distance of 118.44 feet with a chord bearing of North $83^{\circ}43'41''$ East, to a point of tangency; thence, continuing along said Right-of-Way, North $89^{\circ}39'00''$ East, 1143.42 feet to a point on the Westerly Right-of-Way line of U.S. 95 (Jacks Road Station 36+09.09, 30.00 feet right, Jacks Road Reconstruction Project); thence, along said Westerly Right-of-Way line, North $01^{\circ}29'47''$ East, 30.41 feet to the True Point of Beginning.

Parcel 5:

The West Half of the Southeast Quarter of Section 3, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho.

EXCEPTING THEREFROM a portion of the following described parcel of real property as disclosed in Warranty Deed, recorded May 2, 2011 as Instrument No. 2011017674, situated in a portion of the Southeast Quarter of Section 3, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho, being more particularly described as follows: Commencing at the Northeast Corner of said Southeast Quarter, also being the East Quarter Corner of said Section 3, Township 4 North, Range 5 West; thence along the North line of the Southeast Quarter of said Section 3, North $89^{\circ}58'22''$ West, 60.02 feet to a point on the West Right-of-Way line of U.S. Highway 95, and the True Point of Beginning; thence, continuing along said Northerly line of the Southeast Quarter of said Section 3, North $89^{\circ}58'22''$ West 1,273.46 feet to the Center East 1/16 Corner of said Section 3; thence, continuing along said Northerly line of the Southeast Quarter of said Section 3, North $89^{\circ}59'09''$ West, 1333.61 feet to the Northwest Corner of said Southeast Quarter, Section 3; thence, along the West line of the Southeast Quarter, Section 3, South $01^{\circ}10'47''$ West, 65.19 feet to a point on the Southerly Right-of-Way line of Jacks Road (Station 9+97.34, 34.00 feet right, Jacks Road Reconstruction Project); thence, leaving said West line South $89^{\circ}59'09''$ East along said Right-of-Way and being parallel with and 34.00 feet distant from said centerline, a distance of 1213.26 feet to a point of curvature; thence, continuing along said Right-of-Way on a curve to left 134.24 feet, said curve having a radius of 630.00 feet, a central angle of $12^{\circ}12'29''$, a chord distance of 133.98 feet with a chord bearing of North $83^{\circ}54'37''$ East, to a point of reverse curvature; thence, continuing along said Right-of-Way on a curve to right 118.66 feet, said curve having a radius of 574.00 feet, a central angle of $11^{\circ}50'38''$, a chord distance of 118.44 feet with a chord bearing of North $83^{\circ}43'41''$ East, to a point of tangency; thence, continuing along said Right-of-Way, North $89^{\circ}39'00''$ East, 1143.42 feet to a point on the Westerly Right-of-Way line of U.S. 95 (Jacks Road Station 36+09.09, 30.00 feet right, Jacks Road Reconstruction Project); thence, along said Westerly Right-of-Way line North $01^{\circ}29'47''$ East 30.41 feet to the True Point of Beginning.

FURTHER EXCEPTING THEREFROM a parcel of land located in the West 1/2 of the Southeast Quarter of Section 3, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho, being further described as follows: Basis of Bearings: The West line of the Southeast Quarter of Section 3, Township 4 North, Range 5 West, Boise Meridian, derived from found monuments and taken as North $01^{\circ}14'47''$ East with the distance between monuments found to be 2658.74 feet. Beginning at the East 1/16 corner on the South line of Section 3, Township 4 North, Range 5 West, Boise Meridian; thence along the South line of the West 1/2 of the Southeast Quarter of Section 3 North $89^{\circ}29'31''$ West a distance of 190.00 feet to a point from which the South Quarter corner of said Section 3 bears North $89^{\circ}29'31''$ West a distance of 1152.26 feet; thence leaving said South line North $01^{\circ}03'23''$ East a distance of 400.00 feet; thence North $10^{\circ}46'10''$ West a distance of 84.03 feet; thence North $00^{\circ}09'20''$ East a distance of 177.00 feet; thence South $88^{\circ}33'34''$ East a distance of 210.00 feet to the East line of said West 1/2 of the Southeast Quarter; thence along said East line South $01^{\circ}03'23''$ West a distance of 656.00 feet to the Point of Beginning.

Parcel 6:

The North Half of the Northeast Quarter of Section 10, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho;

EXCEPTING THEREFROM a strip of land being on the Westerly side of the centerline of U.S. Highway 95, Project No. F-3311(1) Highway Survey and said survey centerline extended Northerly as shown on the plans thereof now on file in the office of the Department of Highways of the State of Idaho and lying over and across the Northeast Quarter of the Northeast Quarter of Section 10, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho, described as follows, to-wit: Beginning at the Northeast corner of Section 10, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho; thence Southerly along the East line of said Section 10 a distance of 1332.6 feet to the Southeast corner of the Northeast Quarter of the Northeast Quarter of said Section 10; thence Westerly along the South line of said Northeast Quarter of the Northeast Quarter a distance of 50 feet, more or less, to a point in a line parallel with and 50 feet Westerly from the centerline of said U.S. Highway 95, Project No. F-3311(1) Highway Survey and said survey centerline extended Northerly; thence along said parallel line as follows: North 0°02'16" West 840.9 feet, more or less, to a point opposite Station 128+31.94, a point of curvature in the extension of said Highway Survey; thence Northerly along a 57345.80-foot-radius curve right 492.1 feet, more or less, to a point in the North line of said Section 10; thence Easterly along said North line 47.9 feet to the Point of Beginning.

Parcel 7:

The Southwest Quarter of the Southeast Quarter and the West Half of the West Half of the Southeast Quarter of the Southeast Quarter, all in Section 10, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho;

EXCEPTING THERFROM a parcel of land located in the Southeast Quarter of Section 10, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho, being further described as follows: Basis of Bearings: The West line of the Southeast Quarter of Section 10, Township 4 North, Range 5 West, Boise Meridian, derived from found monuments and taken as North 00°18'26" West with the distance between monuments found to be 2673.85 feet. Beginning at a point on the South line of the South 1/2 of the Southeast Quarter of Section 10, Township 4 North, Range 5 West, Boise Meridian, from which the South Quarter corner of said Section 10 bears South 89°53'16" West a distance of 1464.05 feet; thence leaving said South line North 00°08'57" West a distance of 287.00 feet; thence North 89°53'16" East a distance of 197.20 feet to the East line of the West 1/2 of the West 1/2 of the Southeast Quarter of the Southeast Quarter of Said Section 10; thence along said East line South 00°08'57" East a distance of 287.00 feet to said South line; thence along said South line South 89°53'16" West a distance of 197.20 feet to the Point of Beginning.

TOGETHER WITH all and singular the tenements; hereditaments; appurtenances; water and water rights, and ditch or irrigation company shares thereunto belonging or in anywise appertaining, including, but not limited to, Idaho Department of Water Resources Rights Nos., 63-10465, 63-10580, 63-10579 and 63-33695; the reversion and reversions; remainder and remainders; rents; issues and profits thereof.

EXHIBIT B

Permitted Encumbrances

1. General taxes and assessments for the year 2017, which are liens and are not yet due and payable.
2. Liens and assessments of the following district and the rights and powers thereof as provided by law:
District: Wilder Irrigation District

Resolution of Transfer of Water Rights recorded October 12, 1999 as Instrument No. 9940674, official records.

Affects: S2 NW4 NW4 Section 2, 4N 5W (ptn Parcel 2)

3. (A) Unpatented mining claims; (B) Reservations or exceptions in patents or in Acts authorizing the issuance thereof; (C) Water rights, claims or title to water; whether or not the matters excepted under (A), (B) or (C) are shown by the public records.

THE FOLLOWING AFFECT: PARCEL 1

4. Rights and claims in and to those portions of said premises lying within the right of ways of ditches, canals, laterals, and roads, including but not limited to the following:
Jacks Road along the southerly boundary and Rudd Road along the westerly boundary of Parcel 1.
5. Reservations in United States Patent or State Deeds.
Recorded: November 15, 1921
Instrument No.: 118518
Book/Page: 7/99
Affects: Parcel 1
6. An easement containing certain terms, conditions and provisions affecting a portion of said premises and for the purposes stated herein

For: To construct, maintain and repair power lines over, through, under and across said lands, together with the right, at the sole expense of Grantee, to excavate and refill ditches and trenches for the location of said power lines, and the further right to remove trees, bushes, sod, flowers and shrubbery and other obstructions and improvements, interfering with the location, construction and maintenance of said power lines.

In Favor of: Idaho Power Company, an Idaho corporation

Recorded: January 4, 2011

Instrument No.: 2011000174

Affects: Parcel 1 lying within NW4NE4 Section 2, see document attached for exact location

7. Matters disclosed by Record of Survey

Survey No.: 454-2-1-0-0-00-00

Recorded: March 27, 2012

Instrument No.: 2012011697

Affects: Parcel 1

8. Matters disclosed by Record of Survey

Survey No.: 454-02-01

Recorded: August 22, 2012

Instrument No.: 2012036690

Affects: Parcel 1

THE FOLLOWING AFFECT : PARCEL 2

9. Rights and claims in and to those portions of said premises lying within the right of ways of ditches, canals, laterals, and roads, including but not limited to:
Rudd Road along the northerly and easterly boundary of Parcel 2 and Drain Ditch as is located.

10. Reservations in United States Patent or State Deeds.

Recorded: May 21, 1923

Instrument No.: 131187

Book/Page: 7/172

Affects: Parcel 2

11. Reservations in United States Patent or State Deeds.

Recorded: April 25, 1936

Instrument No.: 217607

Book/Page: 7/323

Affects: Parcel 2

12. Reservations in United States Patent or State Deeds.

Recorded: September 4, 1963

Instrument No.: 539258

Affects: Parcel 2

13. An easement containing certain terms, conditions and provisions affecting a portion of said premises and for the purposes stated herein

For: To construct, maintain and repair power lines over, through, under and across said lands, together with the right, at the sole expense of Grantee, to excavate and refill ditches and trenches for the location of said power lines, and the further right to remove trees, bushes, sod, flowers and shrubbery and other obstructions and improvements, interfering with the location, construction and maintenance of said power lines.

In Favor of: Idaho Power Company, an Idaho corporation

Recorded: February 18, 1994

Instrument No.: 9405496
Affects: Parcel 2, SE4NW4 Section 2

14. Matters disclosed by Record of Survey
Survey No.: 454-02-4-0-0-00-0000
Recorded: June 9, 1995
Instrument No.: 9515027
Affects: Parcel 2
15. Easement to Idaho Power Company recorded July 26, 2006, recorded as Instrument No. 200660300.

THE FOLLOWING AFFECT: PARCEL 3

16. Rights and claims in and to those portions of said premises lying within the right of ways of ditches, canals, laterals, and roads, including but not limited to:
Fargo Road along the westerly boundary, Irrigation/Ditch Drain along the southerly boundary and Batt Corner Road along the easterly boundary of Parcel 3.
17. Reservations in United States Patent or State Deeds.
Recorded: January 7, 1921
Instrument No.: 116160
Book/Page: 7/86
Affects: Parcel 3
18. Matters disclosed by Record of Survey
Survey No.: 454-03-04
Recorded: August 22, 2012
Instrument No.: 2012036691
Affects: Parcel 3

THE FOLLOWING AFFECT: PARCEL 4

19. Rights and claims in and to those portions of said premises lying within the right of ways of ditches, canals, laterals, and roads, including but not limited to:
Howe Road along the southerly boundary and HWY 95 along the easterly boundary of Parcel 4 and Jacks Road.
20. Covenants, conditions, restrictions and easements contained in Deed to the State of Idaho, conveying a portion of the property adjoining.
Recorded: March 2, 1962
Instrument No.: 513748
Affects: Parcel 4
21. An easement containing certain terms, conditions and provisions affecting a portion of said premises and for the purposes stated therein
In Favor of: State of Idaho
Recorded: March 2, 1962

Instrument No.: 513750

Affects: Easterly strip of variable widths adjacent and contiguous to Westerly side of U.S. Highway 95, Parcel 4

22. An easement containing certain terms, conditions and provisions affecting a portion of said premises and for the purposes stated herein

For: Operation, maintenance, repair of lines and incidental purposes

In Favor of: Intermountain Gas Company, a Corporation

Recorded: April 27, 2009

Instrument No.: 2009020524

Affects: Parcel 4, see document for exact location.

23. An easement containing certain terms, conditions and provisions affecting a portion of said premises and for the purposes stated herein

For: Operation, maintenance, repair of lines and incidental purposes

In Favor of: Intermountain Gas Company, a Corporation

Recorded: April 25, 2013

Instrument No.: 2013018404

Affects: Parcel 4, see document for exact location.

24. Exceptions and Reservations contained in a Deed from State of Idaho, recorded December 30, 1926, as Instrument No. 153665.

25. Exceptions and Reservations contained in a Deed from State of Idaho, recorded December 30, 1926, as Instrument No. 153666.

THE FOLLOWING AFFECT: PARCEL 5

26. Rights and claims in and to those portions of said premises lying within the right of ways of ditches, canals, laterals, and roads, including but not limited to:
Howe Road along the southerly boundary and Batt Corner Road along the westerly boundary of Parcel 5 and Jacks Road.

27. Rights of way for ditches, tunnels and telephone and transmission lines constructed by Authority of the United States, as granted to the United States under the provisions of Section 58-604 Idaho Code 1947.

28. Exceptions and reservations contained in the Deed from the State of Idaho, wherein mineral rights are reserved to the State.

Recorded: May 29, 1940

Instrument No.: 251904

Affects: Parcel 5

29. Exceptions and reservations contained in the Deed from the State of Idaho, wherein mineral rights are reserved to the State.

Recorded: May 29, 1940

Instrument No.: 251905

Affects: Parcel 5

30. Matters disclosed by Record of Survey
Survey No.: 454-03-2
Recorded: August 22, 2012
Instrument No.: 2012036693
Affects: Parcel 5

THE FOLLOWING AFFECT: PARCEL 6

31. Rights and claims in and to those portions of said premises lying within the right of ways of ditches, canals, laterals, and roads, including but not limited to:
Batt Corner Road along the westerly boundary, Howe Road along the northerly boundary and HWY 95 along the easterly boundary of Parcel 6.
32. Exceptions and reservations contained in the Deed from the State of Idaho, wherein mineral rights are reserved to the State.
Recorded: May 1, 1954
Instrument No.: 410089
Affects: Parcel 6
33. Covenants, conditions, restrictions and easements contained in Deed to the State of Idaho, conveying a portion of the property adjoining.
Recorded: February 10, 1961
Instrument No.: 497765
Affects: Parcel 6
34. An easement containing certain terms, conditions and provisions affecting a portion of said premises and for the purposes stated therein
In Favor of: State of Idaho
Recorded: February 10, 1961
Instrument No.: 497766
Affects: 24 feet in width adjacent and contiguous to the westerly right of way of HWY 95, Parcel 6
35. An easement containing certain terms, conditions and provisions affecting a portion of said premises and for the purposes stated herein
For: To construct, maintain and repair power lines over, through, under and across said lands, together with the right, at the sole expense of Grantee, to excavate and refill ditches and trenches for the location of said power lines, and the further right to remove trees, bushes, sod, flowers and shrubbery and other obstructions and improvements, interfering with the location, construction and maintenance of said power lines.
In Favor of: Idaho Power Company, an Idaho corporation
Recorded: November 14, 1990
Instrument No.: 9020953
Affects: Southerly portion Parcel 6, see document for exact location

THE FOLLOWING AFFECT: PARCEL 7

36. Rights and claims in and to those portions of said premises lying within the right of ways of ditches, canals, laterals, and roads.
37. Batt Corner Road along the westerly boundary and Red Top Road and Bratt Corner Road along the southerly boundary of Parcel 7.
38. Reservations in United States Patent or State Deeds.
Recorded: February 19, 1914
Instrument No.: 58328
Book/Page: 6/97
Affects: Parcel 7
39. An unrecorded lease affecting the premises herein stated, executed by and between the parties herein named for the terms and upon the terms, covenants, and conditions therein provided.
Lessor: State of Idaho
Recorded: May 18, 2012
Instrument No.: 2012020584
Term: May 31, 2024, as disclosed by State of Idaho Department of Lands
Affects: NW4NE4 Section 10, Parcel 6
40. Matters disclosed by Record of Survey
Survey No.: 454-10-2
Recorded: August 22, 2012
Instrument No.: 2012036692
Affects: Parcel 7

THE FOLLOWING AFFECT: ALL PARCELS

1. Rights of way for ditches, tunnels and telephone and transmission lines constructed by Authority of the United States, as granted to the United States under the provisions of Section 58-604 Idaho Code 1947.
2. Financing Statement filed under the provisions of the Uniform Commercial Code.

Debtor: Gooding Farms, Inc. / Gooding Family Farms LLC
Secured Party: Corporation Service Company
Recorded: February 16, 2016
Instrument No.: 2016005599
Affects: Parcel(s) 1 through 7

After recording return to:

First American Title Insurance Company
800 Boylston Street, Suite 2820
Boston, MA 02199
Attn: Mark W. Anderson, Esq.

2017-045836	
RECORDED	
10/20/2017 02:30 PM	
CHRIS YAMAMOTO	
CANYON COUNTY RECORDER	
Pgs=8 MBROWN	\$15.00
TYPE: DEED	
FIRST AMERICAN - NCS BOSTON	
ELECTRONICALLY RECORDED	

Quitclaim Deed

THIS QUITCLAIM DEED, made as of the 13th day of October, 2017, by and between Gooding Family Farms LLC, a Delaware limited liability company ("Grantor"), having an address of c/o AgCoA, 248 Southwoods Centre, Columbia, IL 62236, and Borah Peak Farms, LLC, a Delaware limited liability company ("Grantee"), having an address of c/o [REDACTED] [REDACTED] Oak River Farms, P.O. Box 158, Monterey, LA 71354, Attn: Controller;

WITNESSETH:

THAT GRANTOR, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, does hereby convey, release, remise and forever quitclaim unto Grantee, its successors and assigns forever, all of Grantor's right, title and interest in and to any and all water and water rights; ditches and ditch rights; reservoirs, ponds and storage rights; spring and spring rights; water taps; water agreements, leases and licenses; wells; underground water and water rights (whether tributary, nontributary or not nontributary); shares in ditch or water companies or irrigation districts; mitigation plans and rights in or to water used in connection therewith; and all other rights in and to the use of water of any kind or nature which are located on or under, or which were historically used in connection with or otherwise appurtenant to the land described on the attached Exhibit A or the facilities located thereon, including but not limited to those water rights described on the attached Exhibit B, together with all appurtenances thereto (including but not limited to the associated headgates, diversion structures, ditches and laterals, piping, well casings, submersible pumps, applications, permits, licenses and other associated rights or facilities).

IN WITNESS WHEREOF, Grantor has executed this instrument as of the day and year first above written.

DATED effective as of the 13th day of October, 2017.

GRANTOR:

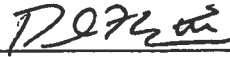
GOODING FAMILY FARMS LLC,
a Delaware limited liability company

By: Agricultural Company of America Partners,
LP, its managing member

By: Agricultural Company of America Partners
GP, LLC, its general partner

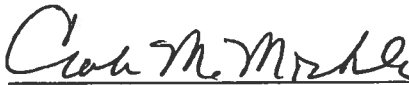
By: Agricultural Company of America Realty
Trust, its managing member

By: CPPIB 013113, LLC, its managing trustee

By: 
Name: Paul F. Evans, III
Title: Authorized Person

COMMONWEALTH OF MASSACHUSETTS)
SUFFOLK COUNTY) ss.

On this 13th day of October, 2017, before me the undersigned notary public, personally appeared Paul F. Evans, III as Authorized Person of CPPIB 013113, LLC, and provided to me through satisfactory evidence of identification, which was a Driver's License to be the person whose name is signed on the preceding or attached document and acknowledged to me that he signed it voluntarily for its stated purpose, as Authorized Person of CPPIB 013113, LLC, the managing trustee of Agricultural Company of America Realty Trust, the managing member of Agricultural Company of America Partners GP, LLC, the general partner of Agricultural Company of America Partners, LP, the managing member of Gooding Family Farms LLC, a Delaware limited liability company, as the voluntary act of said company.


Notary Public
My Commission expires: _____

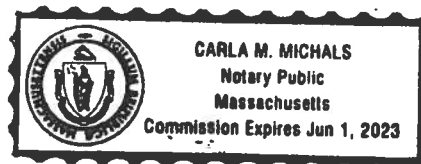


EXHIBIT A

Legal Description of Property

Parcel 1:

Lots 1 and 2 and the Southwest Quarter of the Northeast Quarter of Section 2, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho;

EXCEPTING THEREFROM: A parcel of land located in a portion of Government Lot 1 of Section 2, Township 4 North, Range 5 West of the Boise Meridian, Canyon County, Idaho and is more particularly described as follows: Beginning at the Northeast corner of Section 2 (Northeast section corner, Section 2), a found brass cap monument; thence South 0°43'48" West along the East boundary of Government Lot 1 a distance of 1276.65 feet to the Southeast corner of Government Lot 1 (North 1/16 corner, Section 2), a 5/8 x 30 inch rebar set with an aluminum cap stamped L.S. 3627; thence South 89°49'12" West along the South boundary of Government Lot 1 a distance of 1305.33 feet to a point that lies 14.00 feet East of the Southwest corner of Government Lot 1, a 5/8 x 30 inch rebar set with a plastic cap stamped L.S. 3627; thence North 0°48'01" East parallel with and 14.00 feet East of the West boundary of Government Lot 1 a distance of 1280.91 feet to a point on the North boundary of Government Lot 1, a 5/8 x 30 inch rebar set with a plastic cap stamped L.S. 3627; thence South 89°59'39" East along the North boundary of Government Lot 1 a distance of 1303.70 feet to the Point of Beginning;

FURTHER EXCEPTING THEREFROM: A parcel of land located in the Northeast Quarter of Section 2, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho, being further described as follows: Basis of Bearings: The West line of the Northwest Quarter of Section 2, Township 4 North, Range 5 West, Boise Meridian, derived from found monuments and taken as North 00°51'03" East with the distance between monuments found to be 2614.95 feet. Beginning at a point on the West line of Government Lot 2 of said Section 2, Township 4 North, Range 5 West, Boise Meridian from which the Center North 1/16 corner of said Section 2 bears South 00°51'03" West a distance of 835.26 feet; thence along said West line North 00°51'03" East a distance of 100.00 feet to a point from which the North Quarter corner of said Section 2 bears North 00°51'03" East a distance of 350.00 feet; thence leaving said West line South 89°08'57" East a distance of 150.00 feet; thence South 00°51'03" West a distance of 100.00 feet; thence North 89°08'57" West a distance of 150.00 feet to the Point of Beginning.

Parcel 2:

A parcel of land situated in portions of the Northwest Quarter of Section 2, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho, and the Southwest Quarter of Section 35, Township 5 North, Range 5 West, Boise Meridian, Canyon County, Idaho, more particularly described as follows: Commencing at the Southwest corner of said Section 35 marked by a brass cap, said brass cap also marking the Northwest corner of said Section 2; thence along the section line common to said Sections 35 and 2 South 89°46'05" East 296.44 feet to the Point of Beginning; thence leaving said section line North 5°50'00" West 1332.41 feet to a point on the North line of the Southwest Quarter of the Southwest Quarter of said Section 35 marked by a 5/8-inch iron pin; thence along the North line of the Southwest Quarter of the Southwest Quarter

of said Section 35; South 89°54'24" East 1157.35 feet to the Northeast corner of the Southwest Quarter of the Southwest Quarter of said Section 35 marked by a 5/8-inch iron pin; thence along the West line of the Northeast Quarter of the Southwest Quarter of said Section 35; North 0°05'07" West 269.13 feet to a point marked by a 5/8-inch iron pin; thence leaving the West line of the Northeast Quarter of the Southwest Quarter of said Section 35; South 89°12'36" East 432.35 feet to a point marked by a 5/8-inch iron pin; thence South 45°34'11" East 1246.53 feet to a point on the North-South center of section line of said Section 35; thence along the North-South center of section line of said Section 35; South 0°01'15" East 553.40 feet to a point marked by a 5/8-inch iron pin; thence leaving the North-South center of section line of said Section 35 and parallel with the section line common to said Sections 35 and 2; North 89°46'05" West 691.68 feet to a point marked by a 5/8-inch iron pin; thence leaving said parallel line and at right angles; South 0°13'55" West 170.26 feet to a point on the section line common to said Sections 35 and 2 marked by a 5/8-inch iron pin; thence along the section line common to said Sections 35 and 2; South 89°46'05" East 692.43 feet to a point marking the Quarter corner common to said Sections 35 and 2; thence along the North-South center of section line of said Section 2; South 0°48'49" West 1758.38 feet to a point marked by a 5/8-inch iron pin; thence leaving the North-South center of section line of said Section 2 and at right angles; North 89°11'11" West 673.25 feet to a point marked by a 5/8-inch iron pin; thence North 38°40'13" West 1027.55 feet to a point marked by a 5/8-inch iron pin; thence North 53°59'37" West 1210.32 feet to a point marked by a 5/8-inch iron; thence North 5°50'00" West 245.62 feet to the Point of Beginning.

EXCEPT that portion of the above described property located within Section 35, Township 5 North, Range 5 West, Boise Meridian, Canyon County, Idaho.

Parcel 3:

A portion of the South Half of the Northwest Quarter of Section 3, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho, more particularly described as follows: Commencing at the Northeast corner of said South Half of the Northwest Quarter; thence South 1°11'50" West along the East boundary of said South Half of the Northwest Quarter a distance of 616.30 feet to the True Point of Beginning; thence continuing South 1°11'50" West along said East boundary a distance of 722.32 feet to the Southeast corner of said South Half of the Northwest Quarter; thence South 89°58'06" West along the South boundary of said South Half of the Northwest Quarter a distance of 2650.23 feet to the Southwest corner of said South Half of the Northwest Quarter; thence North 1°05'03" East along the West boundary of said South Half of the Northwest Quarter a distance of 1337.20 feet to the Northwest corner of said South Half of the Northwest Quarter; thence North 89°56'19" East along the North boundary of said South Half of the Northwest Quarter a distance of 2084.74 feet; thence South 1°57'17" West a distance of 609.55 feet; thence South 89°21'59" East a distance of 576.10 feet to the True Point of Beginning.

Parcel 4:

The East Half of the Southeast Quarter of Section 3, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho;

EXCEPTING THEREFROM a strip of land being on the Westerly side of the centerline of U.S. Highway 95, Project No. F-3311(5) Highway Survey as shown on the plans thereof now

on file in the office of the Department of Highways of the State of Idaho, and lying over and across the East Half of the Southeast Quarter of Section 3, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho, described as follows, to-wit: Beginning at the Southeast corner of Section 3, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho; thence Northerly along the East line of said Section 3 a distance of 2640.00 feet, more or less, to the Northeast corner of the Northeast Quarter of the Southeast Quarter of said Section 3; thence Westerly along the North line of said Northeast Quarter of the Southeast Quarter a distance of 60.00 feet, more or less, to a point in a line parallel with and 60.00 feet distant Westerly from the centerline of said U.S. Highway 95, Project No. F-3311(5) Highway Survey; thence South 0°56'44" West along said parallel line 550.60 feet, more or less, to a point opposite Station 154+50 of said highway survey; thence South 10°21'52" East 50.99 feet to a point in a line parallel with and 50.00 feet distance Westerly from the centerline and opposite Station 154+00 of said highway survey; thence along said last parallel line as follows: South 0°56'44" West 1584.73 feet to a point opposite Station 138+15.27 a point of tangent of said highway survey, Southerly along a 57,345.80-foot radius curve left 492.00 feet, more or less, to a point in the South line of said Section 3; thence Easterly along said South line 47.9 feet to the Place of Beginning.

FURTHER EXCEPTING THEREFROM a portion of the following described parcel of real property as disclosed in Warranty Deed, recorded May 2, 2011 as Instrument No. 2011017674, situated in a portion of the Southeast Quarter of Section 3, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho, being more particularly described as follows: Commencing at the Northeast corner of said Southeast Quarter, also being the East Quarter Corner of said Section 3, Township 4 North, Range 5 West; thence along the North line of the Southeast Quarter of said Section 3, North 89°58'22" West, 60.02 feet to a point on the West Right-of-Way line of U.S. Highway 95, and the True Point of Beginning; thence continuing along said Northerly line of the Southeast Quarter of said Section 3, North 89°58'22" West 1273.46 feet to the Center East 1/16 Corner of said Section 3; thence, continuing along said Northerly line of the Southeast Quarter of said Section 3, North 89°59'09" West, 1333.61 feet to the Northwest Corner of said Southeast Quarter, Section 3; thence, along the West line of the Southeast Quarter, Section 3, South 01°10'47" West, 65.19 feet to a point on the Southerly Right-of-Way line of Jacks Road (Station 9+97.34, 34.00 feet right, Jacks Road Reconstruction Project); thence, leaving said West line South 89°59'09" East along said Right-of-Way and being parallel with and 34.00 feet distant from said centerline, a distance of 1213.26 feet to a point of curvature; thence, continuing along said Right-of-Way on a curve to the left 134.24 feet, said curve having a radius of 630.00 feet, a central angle of 12°12'29", a chord distance of 133.98 feet with a chord bearing of North 83°54'37" East, to a point of reverse curvature; thence, continuing along said Right-of-Way on a curve to the right 118.66 feet, said curve having a radius of 574.00 feet, a central angle of 11°50'38", a chord distance of 118.44 feet with a chord bearing of North 83°43'41" East, to a point of tangency; thence, continuing along said Right-of-Way, North 89°39'00" East, 1143.42 feet to a point on the Westerly Right-of-Way line of U.S. 95 (Jacks Road Station 36+09.09, 30.00 feet right, Jacks Road Reconstruction Project); thence, along said Westerly Right-of-Way line, North 01°29'47" East, 30.41 feet to the True Point of Beginning.

Parcel 5:

The West Half of the Southeast Quarter of Section 3, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho.

EXCEPTING THEREFROM a portion of the following described parcel of real property as disclosed in Warranty Deed, recorded May 2, 2011 as Instrument No. 2011017674, situated in a portion of the Southeast Quarter of Section 3, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho, being more particularly described as follows: Commencing at the Northeast Corner of said Southeast Quarter, also being the East Quarter Corner of said Section 3, Township 4 North, Range 5 West; thence along the North line of the Southeast Quarter of said Section 3, North 89°58'22" West, 60.02 feet to a point on the West Right-of-Way line of U.S. Highway 95, and the True Point of Beginning; thence, continuing along said Northerly line of the Southeast Quarter of said Section 3, North 89°58'22" West 1,273.46 feet to the Center East 1/16 Corner of said Section 3; thence, continuing along said Northerly line of the Southeast Quarter of said Section 3, North 89°59'09" West, 1333.61 feet to the Northwest Corner of said Southeast Quarter, Section 3; thence, along the West line of the Southeast Quarter, Section 3, South 01°10'47" West, 65.19 feet to a point on the Southerly Right-of-Way line of Jacks Road (Station 9+97.34, 34.00 feet right, Jacks Road Reconstruction Project); thence, leaving said West line South 89°59'09" East along said Right-of-Way and being parallel with and 34.00 feet distant from said centerline, a distance of 1213.26 feet to a point of curvature; thence, continuing along said Right-of-Way on a curve to left 134.24 feet, said curve having a radius of 630.00 feet, a central angle of 12°12'29", a chord distance of 133.98 feet with a chord bearing of North 83°54'37" East, to a point of reverse curvature; thence, continuing along said Right-of-Way on a curve to right 118.66 feet, said curve having a radius of 574.00 feet, a central angle of 11°50'38", a chord distance of 118.44 feet with a chord bearing of North 83°43'41" East, to a point of tangency; thence, continuing along said Right-of-Way, North 89°39'00" East, 1143.42 feet to a point on the Westerly Right-of-Way line of U.S. 95 (Jacks Road Station 36+09.09, 30.00 feet right, Jacks Road Reconstruction Project); thence, along said Westerly Right-of-Way line North 01°29'47" East 30.41 feet to the True Point of Beginning.

FURTHER EXCEPTING THEREFROM a parcel of land located in the West 1/2 of the Southeast Quarter of Section 3, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho, being further described as follows: Basis of Bearings: The West line of the Southeast Quarter of Section 3, Township 4 North, Range 5 West, Boise Meridian, derived from found monuments and taken as North 01°14'47" East with the distance between monuments found to be 2658.74 feet. Beginning at the East 1/16 corner on the South line of Section 3, Township 4 North, Range 5 West, Boise Meridian; thence along the South line of the West 1/2 of the Southeast Quarter of Section 3 North 89°29'31" West a distance of 190.00 feet to a point from which the South Quarter corner of said Section 3 bears North 89°29'31" West a distance of 1152.26 feet; thence leaving said South line North 01°03'23" East a distance of 400.00 feet; thence North 10°46'10" West a distance of 84.03 feet; thence North 00°09'20" East a distance of 177.00 feet; thence South 88°33'34" East a distance of 210.00 feet to the East line of said West 1/2 of the Southeast Quarter; thence along said East line South 01°03'23" West a distance of 656.00 feet to the Point of Beginning.

Parcel 6:

The North Half of the Northeast Quarter of Section 10, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho;

EXCEPTING THEREFROM a strip of land being on the Westerly side of the centerline of U.S. Highway 95, Project No. F-3311(1) Highway Survey and said survey centerline extended Northerly as shown on the plans thereof now on file in the office of the Department of Highways of the State of Idaho and lying over and across the Northeast Quarter of the Northeast Quarter of Section 10, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho, described as follows, to-wit: Beginning at the Northeast corner of Section 10, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho; thence Southerly along the East line of said Section 10 a distance of 1332.6 feet to the Southeast corner of the Northeast Quarter of the Northeast Quarter of said Section 10; thence Westerly along the South line of said Northeast Quarter of the Northeast Quarter a distance of 50 feet, more or less, to a point in a line parallel with and 50 feet Westerly from the centerline of said U.S. Highway 95, Project No. F-3311(1) Highway Survey and said survey centerline extended Northerly; thence along said parallel line as follows: North 0°02'16" West 840.9 feet, more or less, to a point opposite Station 128+31.94, a point of curvature in the extension of said Highway Survey; thence Northerly along a 57345.80-foot-radius curve right 492.1 feet, more or less, to a point in the North line of said Section 10; thence Easterly along said North line 47.9 feet to the Point of Beginning.

Parcel 7:

The Southwest Quarter of the Southeast Quarter and the West Half of the West Half of the Southeast Quarter of the Southeast Quarter, all in Section 10, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho;

EXCEPTING THERFROM a parcel of land located in the Southeast Quarter of Section 10, Township 4 North, Range 5 West, Boise Meridian, Canyon County, Idaho, being further described as follows: Basis of Bearings: The West line of the Southeast Quarter of Section 10, Township 4 North, Range 5 West, Boise Meridian, derived from found monuments and taken as North 00°18'26" West with the distance between monuments found to be 2673.85 feet. Beginning at a point on the South line of the South 1/2 of the Southeast Quarter of Section 10, Township 4 North, Range 5 West, Boise Meridian, from which the South Quarter corner of said Section 10 bears South 89°53'16" West a distance of 1464.05 feet; thence leaving said South line North 00°08'57" West a distance of 287.00 feet; thence North 89°53'16" East a distance of 197.20 feet to the East line of the West 1/2 of the West 1/2 of the Southeast Quarter of the Southeast Quarter of Said Section 10; thence along said East line South 00°08'57" East a distance of 287.00 feet to said South line; thence along said South line South 89°53'16" West a distance of 197.20 feet to the Point of Beginning.

TOGETHER WITH all and singular the tenements; hereditaments; appurtenances; water and water rights, and ditch or irrigation company shares thereunto belonging or in anywise appertaining, including, but not limited to, Idaho Department of Water Resources Rights Nos., 63-10465, 63-10580, 63-10579 and 63-33695; the reversion and reversions; remainder and remainders; rents; issues and profits thereof.

EXHIBIT B
Water Rights

Permits:

	Permit Number	Withdrawal Type
1.	63-33694	Groundwater
2.	63-10465	Groundwater
3.	63-10580	Groundwater
4.	63-10579	Groundwater

Wilder Irrigation District:

Any and all rights to surface water deliveries from the Wilder Irrigation District ("WID"), including, but not limited to, that certain certificate from the WID for 467 acres, if any.



State of Idaho

DEPARTMENT OF WATER RESOURCES

322 E FRONT ST STE 648 PO BOX 83720 • BOISE, ID 83720-0098

Phone: (208)287-4800 • Fax: (208)287-6700 • Website: www.idwr.idaho.gov

C.L. "Butch" Otter
Governor

Gary Spackman
Director

February 12, 2018

BORAH PEAK FARMS LLC
C/O OAK RIVER FARMS
PO BOX 158
MONTEREY LA 71354

Re: Change in Ownership for Water Right No(s): 63-20487, 63-3339A, 63-3339A, 63-33695, 63-10579, 63-10580, 63-10465

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) 287-4912.

Sincerely,

A handwritten signature in black ink, appearing to read 'Rachael Smith', is written over a horizontal line.

Rachael Smith
Water Resource Agent Senior

Enclosure(s)

CERTIFICATE AS TO AUTHORITY

I, the undersigned Vice President – Chief Counsel of Borah Peak Farms, LLC (the “Company”), issue and deliver this certificate in connection with the transfer of water rights for certain real property owned by the Company in Ada, Butte, Canyon, Jerome and Minidoka Counties, Idaho, as permitted by the Idaho Department of Water Resources (the “Transfer”).

I hereby certify that Scott Vokey, in his capacity as an authorized signatory of the Company, has the authority to execute and deliver any documentation concerning the Transfer on behalf of the Company.

In witness wherefore, the undersigned has thereunto set his hand as of the 6th day of February, 2018.

BORAH PEAK FARMS, LLC

By: R. Clay Powell
R. Clay Powell,
Vice President – Chief Counsel

STATE OF GEORGIA
COUNTY OF ECHOLS

I, Ashley C. Darling, Notary Public, do hereby certify that on this 6th day of February, 2018, personally appeared before me R. Clay Powell, known to me to be the person whose name is subscribed to the foregoing instrument, and swore and acknowledged to me that he executed the same for the purpose and in the capacity therein expressed, and that the statements contained therein are true and correct.



Ashley C. Darling
Name: Ashley C. Darling
Notary Public
My commission expires: 8/21/2018

Smith, Rachael

From: Moir, Alyssa A. <Alyssa.Moir@klgates.com>
Sent: Tuesday, February 06, 2018 11:50 AM
To: Smith, Rachael
Subject: Borah Peak Farms - Authorized Signatory for Notice in Change of Water Right
Attachments: Certificate of Authority - Scott Vokey for Borah Peak Farms.PDF; January 18 Letter from IDWR re_ registered agent.PDF

Dear Rachael -

Thank you for the phone call this morning. I am attaching the Certificate as to Authority, authorizing Scott Vokey to execute and deliver any documentation concerning the transfer of water rights on behalf of Borah Peak Farms. This relates to water right/permit numbers 63-10465, 63-10580, 63-10579, and 63-33695. For your convenience, I am also attaching the letter from IDWR requesting this authorization.

Please feel free to contact me with any questions.

Thank you,
Alyssa



Alyssa Moir
Partner
K&L Gates LLP
925 Fourth Avenue
Suite 2900
Seattle, Washington 98104
Phone: 206-370-7965
Fax: 206-370-6134
alyssa.moir@klgates.com
www.klgates.com

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State of Idaho

DEPARTMENT OF WATER RESOURCES

322 East Front Street • P.O. Box 83720 • Boise, Idaho 83720-0098

Phone: (208) 287-4800 • Fax: (208) 287-6700 • Web Site: www.idwr.idaho.gov

GARY SPACKMAN
Director

C.L. "BUTCH" OTTER
Governor

January 18, 2018

2ND NOTICE

BORAH PEAK FARMS LLC
C/O OAK RIVER FARMS
PO BOX 158
MONTEREY LA 71354

RE: Change of Ownership for Water Right/Permit No(s): 63-10465, 63-10580, 63-10579 and 63-33695

Dear Interested Party(s):

The Department of Water Resources received a Notice of Change in Water Right Ownership from you on December 13, 2017. Correspondence was sent on December 15, 2017 requesting additional information.

The information needed was authorization from a *registered agent* of Borah Peak Farms LLC for the Change of Ownership. The authorized signatory on the submitted Notice of Change in Water Right Ownership is not listed as a registered agent for Borah Peak Farms LLC.

You can mail the document to IDWR, PO Box 83720, Boise, Idaho, 83720-0098, or email to: Rachael.Smith@idwr.idaho.gov or fax to: 208-287-6700, Attn: Rachael.

Because the Department cannot process the ownership change without proper documentation, we will hold any action on your notice pending receipt of the necessary information. **If we do not receive the necessary information within 10 days we will return your notice and all attachments and your notice will not be processed.**

Please contact me at (208) 287-4912 if you have any questions regarding this matter.

Sincerely,

Rachael Smith
Water Resource Agent Sr.



State of Idaho

DEPARTMENT OF WATER RESOURCES

322 East Front Street • P.O. Box 83720 • Boise, Idaho 83720-0098

Phone: (208) 287-4800 • Fax: (208) 287-6700 • Web Site: www.idwr.idaho.gov

GARY SPACKMAN
Director

C.L. "BUTCH" OTTER
Governor

December 15, 2017

BORAH PEAK FARMS LLC
C/O OAK RIVER FARMS
PO BOX 158
MONTEREY LA 71354

Re: Change of Ownership for Water Right/Permit No(s): 63-10465, 63-10580, 63-10579 and 63-33695

To Borah Peak Farms LLC:

The Department acknowledges the receipt of application to change ownership of the above referenced water right(s). In order for the Department to modify its records to reflect these changes in ownership, the application must be signed by a registered agent for the business.

Please submit proof that the signatory on the Change of Water Right Ownership application is a registered agent for Borah Peak Farms, LLC within 30 days. When this documentation is received, the Change of Ownership can be processed.

If you have any questions, please feel free to contact me at (208) 287-4912.

Sincerely,

A handwritten signature in black ink, appearing to read 'Rachael Smith'.

Rachael Smith
Water Resource Agent, Senior



RECEIVED
DEC 04 2017
WATER RESOURCES
WESTERN REGION

December 1, 2017

Alyssa Moir
alyssa.moir@klgates.com

T +1 206 370 7965
F +1 206 623 7022

By FedEx

Idaho Department of Water Resources
Western Region
2735 Airport Way
Boise, ID 83705

Re: Ownership Change - Water Rights Nos.: 63-10465 63-10579 63-10580 63-33694 63-20487 63-3339A - Payment

To Whom It May Concern:

Thank you for your letters dated November 14 and November 15 informing us of the incomplete ownership change request regarding six water rights transfers. Enclosed please find a check for Ownership Change for Water Rights No's:

63-10465

63-10579

63-10580

63-33694

63-20487

63-3339A

Please let me know if you have any questions.

Sincerely yours,

Alyssa Moir

Enclosure: Check for 150.00
Ownership Change Letters Dated November 14 & 15



State of Idaho

DEPARTMENT OF WATER RESOURCES

Western Region • 2735 Airport Way • Boise, Idaho 83705-5082

Phone: (208) 334-2190 • Fax: (208) 334-2348 • Website: www.idwr.idaho.gov

C.L. "BUTCH" OTTER
Governor

GARY SPACKMAN
Director

November 15, 2017

BORAH PEAK FARMS LLC
C/O OAK RIVER FARMS
PO BOX 158
MONTEREY LA 71354

RE: Ownership Change for Water Right No's: 63-10465, 63-10579, 63-10580 & 63-33694

Dear Applicants,

The Department of Water Resources acknowledges receipt of your request for an ownership change on the water right mentioned above. However, after reviewing the request, it was determined the form was not completed and additional documentation is needed to complete this request.

Please complete and submit the requested documentation listed below:

- The filing fee for a Notice of Change in Water Right Ownership is \$25.00 **per** undivided water right or a fee of \$100.00 per split water right. The \$100.00 fee required to process all four water rights on the application was not included.
- The application listed only one water right, although four are included in the accompanying letter and on the submitted deed. The single water right listed on the application is also incorrect, the water right is listed as "66-33694." I have corrected it to 63-33694 and added the 3 missing water right numbers.

Because the Department cannot process this request at this time, we will hold any action on your notice pending receipt of the necessary documentation. If we do not receive the required documentation within 30 days, the notice will be returned and will not be processed.

Thank you for your cooperation. If you have any questions please, contact this office at 208-334-2190.

Sincerely,

Chad Jones
Office Specialist II
Western Regional Office

Enclosures

Cc: K&L GATES LLP
C/O ALYSSA MOIR
925 FOURTH AVE STE 2900
SEATTLE WA 98104

November 14, 2017

Alyssa Moir
alyssa.moir@klgates.com

T +1 206 370 7965
F +1 206 623 7022

By FedEx

Idaho Department of Water Resources
Western Regional Office
2735 Airport Way
Boise, ID 83705-5082

Re: Notice of Transfer of Water Rights Ownership

To Whom It May Concern:

This letter serves as formal notice that the following water rights have been transferred from Gooding Family Farms LLC to Borah Peak Farms, LLC:

Adams Wilder Farm

63-33694

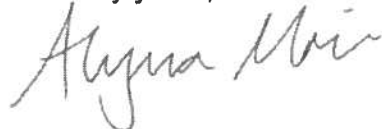
63-10465

63-10580

63-10579

Please find enclosed the "Notice of Change in Water Right Ownership" and a copy of the recorded deed. Please let me know if you have any questions.

Sincerely yours,



Alyssa Moir

Enclosure: Notice of Change in Water Rights Ownership
Grant Deed

RECEIVED

NOV 15 2017

WATER RESOURCES
WESTERN REGION

*Waiting
on
fee*