

STATE OF IDAHO
DEPARTMENT OF WATER RESOURCES

RECEIVED

NOV 14 2017

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?
36-2129	Yes ☐	Yes ☐		Yes ☐	Yes ☐
36-7403	Yes ☐	Yes ☐		Yes ☐	Yes ☐
36-2130B	Yes ☐	Yes ☐		Yes ☐	Yes ☐
36-8133	Yes ☐	Yes ☐		Yes ☐	Yes ☐
36-2131	Yes ☐	Yes ☐		Yes ☐	Yes ☐

2. Previous Owner's Name: Minidoka 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):
 - ☐ \$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 # 36-2129

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 PM Date 11-20-2017 Receipt No. 5036460 Receipt Amt. \$400-

Active in the Water Supply Bank? Yes ☐ No ☐ If yes, forward to the State Office for processing W-9 received? Yes ☐ No ☐

Name on W-9 _____ Approved by _____ Processed by _____ Date _____

WHEN RECORDED, PLEASE RETURN TO:

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

Instrument # 542714

MINIDOKA COUNTY, RUPERT, IDAHO
10-19-2017 03:11:47 PM No. of Pages: 10
Recorded for: FIRST AMERICAN - NCS BOSTON
TONYA PAGE Fee: \$15.00
Ex-Officio Recorder Deputy Susan Aston
Electronically Recorded by Simplifile

1.	RP07S24E100000
2.	RP07S24E222400
3.	RP07S24E150000
4.	RP07S24E2300A5
5.	RP07S24E2200B3
6.	RP07S24E2300B1
7.	RP07S24E2600A1
8.	RP07S24E2700H6
9.	RP07S24E2100A2

Space above this line for recorder's use only

GRANT DEED

FOR VALUE RECEIVED, the receipt and sufficiency of which are hereby acknowledged, Minidoka 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:

MINIDOKA 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
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 Minidoka Farms LLC, a Delaware limited liability company, as the voluntary act of said company.

Taylor Tremble
Notary Public

My Commission expires: _____

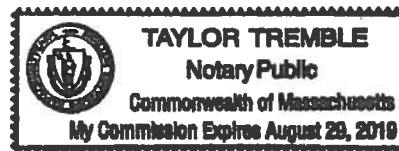


EXHIBIT A

Legal Description of Property

Parcel 1:

TOWNSHIP 7 SOUTH, RANGE 24 EAST OF THE BOISE MERIDIAN, MINIDOKA
COUNTY, IDAHO
Section 10: All.

Parcel 2:

TOWNSHIP 7 SOUTH, RANGE 24 EAST, BOISE MERIDIAN, MINIDOKA
COUNTY, IDAHO
Section 22: NW 1/4.

Parcel 3:

TOWNSHIP 7 SOUTH, RANGE 24 EAST, BOISE MERIDIAN, MINIDOKA
COUNTY, IDAHO
Section 15: NE 1/4.

Parcel 4:

TOWNSHIP 7 SOUTH, RANGE 24 EAST, BOISE MERIDIAN, MINIDOKA
COUNTY, IDAHO

Section 23: Farm Unit A, Tract A,

EXCEPT the following described parcel: Beginning at the East quarter corner of said Section 23, which point shall be the True Point of Beginning; Thence South 0°04' East along section line for 802.03 feet to a point; Thence North 63°52'20" West along the line common to Tract A and Tract D for 1796.73 feet to a point on the quarter section line; Thence North 89°26'49" East along said quarter section line for 1612.27 feet to the True Point of Beginning;

ALSO EXCEPTING the following described tract: Beginning at the North quarter section corner of Section 23, said corner marked by a 5/8 inch rebar over the top of a USRS iron pipe with brass cap; thence South 89°40'18" West along the north line of Section 23 for a distance of 417.62 feet to the Point of Beginning; Thence South 00°15'58" West for a distance of 25.49 feet to a 1/2 inch rebar; Thence South 00°15'58" West for a distance of 185.90 feet to a 1/2 inch rebar; Thence South 88°31'00" West for a distance of 478.90 feet to a 1/2 inch rebar; Thence North 00°05'31" West for a distance of 198.93 feet to a 1/2 inch rebar; Thence North 00°05'31" West for a distance of 22.11 feet to the north line of Section 23; Thence North 89°40'18" East along the north line of Section 23 for a distance of 480.09 feet to the Point of Beginning.

Parcel 5:

TOWNSHIP 7 SOUTH, RANGE 24 EAST, BOISE MERIDIAN, MINIDOKA
COUNTY, IDAHO

Section 23: Part of Farm Unit D, Tract D, described as follows: Beginning at the West quarter corner of said Section 23; thence North 89°36'49" East along the quarter section line

for 1552.91 feet to a point which shall be the True Point of Beginning; Thence North 0°05' East along the West line of Tract D for 538.94 feet to a point; Thence South 87°07' East along the line common to Tract A and Tract D for 1150.38 feet to a point; Thence South 63°52'30" East along said tract line for 1060.33 feet to a point on the quarter section line; Thence South 89°36'49" West along said quarter section line for 2101.75 feet to the True Point of Beginning.

Parcel 6:

An easement for ingress and egress for the benefit of Parcel 5 as created by Warranty Deed executed by Leonard O. Grant and Shirley M. Grant, husband and wife to Melvin L. Hayes and Jean W. Hayes, husband and wife, dated April 16, 1978 and recorded July 7, 1978 as Document No. 283732, records of Minidoka County, Idaho, more particularly described as follows:

TOWNSHIP 7 SOUTH, RANGE 24 EAST OF THE BOISE MERIDIAN, MINIDOKA COUNTY, IDAHO

Section 23: Beginning at the East quarter corner of said Section 23; thence South 89°36'49" West 3714.03 feet to the West boundary of Tract D of said Section 23; Thence South 0°05' West 7.5 feet; Thence North 89°36'49" East (North 89°36'49" West, rec.) 3,714.03 feet to the East section line of said Section 23; Thence North 0°04' West 7.5 feet to the Point of Beginning.

Parcel 7:

TOWNSHIP 7 SOUTH, RANGE 24 EAST, BOISE MERIDIAN, MINIDOKA COUNTY, IDAHO

Section 22 & 23: Farm Unit B, Tract B of the North Side Pumping Division of the Minidoka Project Idaho (as shown by plat, dated March 21, 1957, filed in the office of the County Recorder, Minidoka County, Idaho),

SAVE AND EXCEPT the following described tract: Beginning at the Northeast corner of Section 22, said corner marked by a 5/8 inch rebar over the top of a U.S.R.S. iron pipe with brass cap; thence South 00°26'13" East along the east line of Section 22 for a distance of 583.98 feet to the Point of Beginning; Thence South 00°26'13" East along the east line of Section 22 for a distance of 454.58 feet; Thence North 89°58'38" West for a distance of 28.01 feet to a 1/2 inch rebar; Thence North 89°58'38" West for a distance of 513.17 feet to a 1/2 inch rebar; Thence North 00°26'12" West for a distance of 95.93 feet to a 1/2 inch rebar; Thence along a non-tangent curve to the left for a distance of 421.54 feet to a 1/2 inch rebar, said curve having a radius of 1108.14 feet, a delta angle of 21°47'44", and a long chord bearing of North 48°08'16" West, for a distance of 419.01 feet; Thence North 88°30'32" West for a distance of 172.93 feet to a 1/2 inch rebar; Thence North 67°48'11" West for a distance of 140.30 feet to a 1/2 inch rebar; Thence North 08°28'29" West for a distance of 54.44 feet to a 1/2 inch rebar on the north line of Tract B; Thence North 83°01'52" East along the north line of Tract B for a distance of 565.61 feet to a brass cap at Corner No. 4 of Tract B; Thence South 80°25'38" East along the north line of Tract B for a distance of 608.35 feet to the Point of Beginning.

Parcel 8:

TOWNSHIP 7 SOUTH, RANGE 24 EAST, BOISE MERIDIAN, MINIDOKA COUNTY, IDAHO

Section 26: Farm Unit A, Tract A of the North Side Pumping Division of the Minidoka Project, Idaho, (as shown by plat dated March 21, 1957 on file in the office of the County Recorder, Minidoka County, Idaho),

SAVE AND EXCEPT the following described tract: Beginning at the Northeast corner of said Section 26, which point shall be known as the True Point of Beginning; Thence South 0°02'30" East (Basis of Bearing) along the East section line of said Section 26 for 570.87 feet; Thence South 89°24'31" West for 1312.44 feet; Thence North 0°02'30" West for 570.87 feet to a point on the North section line of said Section 26; Thence North 89°24'31" East (recorded as North 89°23'30" East) along said North section line for 1312.44 feet to the True Point of Beginning.

Parcel 9:

TOWNSHIP 7 SOUTH, RANGE 24 EAST, BOISE MERIDIAN, MINIDOKA COUNTY, IDAHO

Sections 27 & 34: Farm Unit H, Tract H of the North Side Pumping Division of the Minidoka Project, Idaho, (as shown by plat dated March 21, 1957 on file in the office of the County Recorder, Minidoka County, Idaho),

SAVE AND EXCEPTING THE FOLLOWING DESCRIBED TRACTS:

TRACT NO. 1: Beginning at the Southeast corner of said Section 27; thence South 89°40' West for 1927.40 feet; thence North 04°17' East for 357.06 feet to a point, which point shall be known as the True Point of Beginning; Thence North 28°48'30" East for 369.87 feet; Thence North 61°04' East for 826.80 feet; Thence North 30°43' West for 467.50 feet; Thence North for 369.25 feet; Thence North 84°02'30" West for 1468.50 feet; Thence South 60°54' West for 894.96 feet; Thence South 00°14' East for 1353.66 feet Thence North 72°48' East for 617.10 feet; Thence South 87°36' East for 985.38 feet to the True Point of Beginning. (Formerly described as Tax No. 2 and Tax No. 3 of Minidoka County records.)

TRACT NO. 2: Beginning at the intersection of the southerly right of way line of State Highway No. 24 with the easterly line of the SE¼ of said Section 27, as delineated on said plat; Thence South 00°01'30" East along said section line for 278 feet; Thence South 89°58'30" West at right angles to said section line for 218 feet to a line lying 218 feet west of and parallel with said section line; Thence North 00°01'30" West along said parallel line for 253 feet; Thence North 16°46' East at right angles to said southerly highway right of way line for 86.91 feet more or less to said line; Thence South 73°14' East along said line for 201.48 feet more or less to the Point of Beginning.

Parcel No. 9A:

A non-exclusive irrigation easement and access easement for pedestrian and vehicular ingress for the benefit of Parcel No. 9 granted in Irrigation and Access Easement Agreement by and between Hector Parkin and Colleen Parkin, Grantor and Don C. Taylor (a/k/a Donald Crispin Taylor), Grantee recorded April 14, 2011 as Instrument No. 512062 and more particularly described as follows:

Sections 26 and 35: Farm Unit F, Tract F of the North Side Pumping Division of the Minidoka Project, Idaho (as shown by plat dated March 21, 1957 on file in the office of the County Recorder, Minidoka County, Idaho) located in Township 7 South, Range 24 East, Boise Meridian, Minidoka County, Idaho.

Parcel No. 9B:

A non-exclusive access easement for pedestrian and vehicular ingress and egress for the benefit of Parcel No. 9 granted in Access Easement Agreement by and between Don C. Taylor, an individual, Grantor and Minidoka Spring Farms LLC, Grantee recorded April 14, 2011 as Instrument No. 512065, and more particularly described as follows:

That portion of the Northeast one quarter of the Southeast one quarter of Section 27, Township 7 South, Range 24 East, Boise Meridian, in the County of Minidoka, State of Idaho, according to the official plat of said land titled "Township 7 South, Range 24 East, Boise Meridian, Idaho – Supplemental Survey of Sections 26, 27, 28, 29, 33, 34 and 35" accepted by the US Department of the Interior Bureau of Land Management on March 21, 1957, more particularly described as follows:

Beginning at the intersection of the southerly right-of-way line of State Highway No. 24 with the easterly line of the Southeast one quarter of said Section 27, as delineated on said plat; Thence South 00°01'30" East along said section line, 278 feet; Thence South 89°58'30" West at right angles to said section line, 218 feet to a line lying 218 feet west of and parallel with said section line; Thence North 00°01'30" West along said parallel line, 253 feet; Thence North 16°46' East at right angles to said southerly highway right-of-way line, 86.91 feet more or less to said line; Thence South 73°14' East along said line, 201.48 feet more or less to the Point of Beginning of this description.

Parcel 10:

TOWNSHIP 8 SOUTH, RANGE 24 EAST, BOISE MERIDIAN, MINIDOKA COUNTY, IDAHO

Sections 21, 22, 27 & 28: Farm Unit A, Tract A of the North Side Pumping Division, Minidoka Project, Idaho (as shown by plat, dated June 10, 1953, on file in the office of the County Recorder, Minidoka County, Idaho),

EXCEPTING THEREFROM THE FOLLOWING DESCRIBED TRACTS:

TRACT NO. 1: Commencing at the N 1/4 corner of said Section 27 (monumented by a 1/2 inch rebar); thence South 89°17'54" West for 687.66 feet (recorded as 89°34' West for 685.74 feet) along the North section line to an existing brass cap; thence South 89°19'58" West for 452.53 feet (recorded as South 89°34' West for 452.10 feet) along the North section line to an existing brass cap; thence South 78°01'54" West for 1063.69 feet (recorded as South 78°18' West for 1063.26 feet) along the Southerly line of Farm Tract "A" to an existing 2 inch pipe; thence South 68°03'28" West for 257.97 feet (recorded as South 68°18' West) along the Southerly line of Farm Tract "A" to a 1/2 inch rebar which shall be the True Point of Beginning; Thence South 68°03'28" West (recorded as South 68°18' West) for 229.16 feet along the Southerly line of Farm Tract "A" to an existing brass cap (Tract A PT. 16); Thence South 35°35'24" West for 162.05 feet (recorded as South 35°49' West for 161.70 feet) along said tract line to an existing brass cap (Tract A PT. 15); Thence South 52°35'19" West for 287.42 feet (recorded as South 52°49' West for 287.76 feet) along said tract line to an existing brass cap (Tract A PT. 14); Thence North 79°46'39" West for 100.86 feet (recorded as North 79°31' West for 100.98 feet) along said tract line to an existing brass cap (Tract A PT. 13); Thence North 32°20'56" West (recorded as North 32°05' West) for 338.73 feet along said tract line to a 1/2 inch

rebar; Thence North 78°09'13" East for 833.41 feet to a ½ inch rebar; Thence South 0°00'00" East for 83.13 feet to the True Point of Beginning.

TRACT NO. 2: Commencing at the S 1/4 corner of Section 22 (monumented by a 1/2 inch rebar); thence South 89°17'54" West for 687.66 feet (recorded as South 89°31'57" West for 687.68 feet in Cosgrove property survey recorded 28 Aug 96, Instrument No. 425666) along the South section line to a brass cap at Point 19 Farm Tract A which shall be the True Point of Beginning; Thence North 09°51'19" West for 1017.65 feet (recorded as North 9°36'57" West for 1017.81 feet) along the Easterly line of Farm Tract "A" to a bent pipe; Thence South 06°38'24" East for 1010.07 feet to a ½ inch rebar on the South line of Tract A; Thence North 89°19'58" East (recorded as North 89°34' East in Government Supplemental Survey approved 10 June 53) for 57.39 feet along the South line of Tract A to the True Point of Beginning.

EXHIBIT B

Permitted Encumbrances

1. 2017 taxes are an accruing lien, not yet due and payable until the fourth Monday in November of the current year. The first one-half is not delinquent until after December 20 of the current year, the second one-half is not delinquent until after June 20 of the following year. Taxes which may be assessed and entered on the property roll for 2017 with respect to new improvements and first occupancy, which may be included on the regular property, which are an accruing lien, not yet due and payable.
2. Levies and assessments of the A & B Irrigation District and the rights and powers of said District as by law provided, a lien not yet due and payable.
3. Levies and assessments of Magic Valley Ground Water District, a lien not yet due and payable.
4. Power Line Easement granted to Idaho Power Company, a corporation, recorded March 16, 1954, as Instrument No. 116953 in Book 29 of Deeds, Page 564. (Affects Parcel Nos. 1 and 3)
5. Easement granted to Idaho Power Company, a corporation, recorded November 8, 1960, as Instrument No. 147033. (Affects Tract A of Section 28, 21, 22 and 27 of Township 8 South, Range 24, E.B.M.) (Affects Parcel No. 10)
6. Reservations contained in Transmission Line Easement, as contained in Patent, dated January 18, 1962, executed by the United States of America, to Harold B. Johnson, recorded January 26, 1962 as Document No. 154919, Minidoka County records, which recites: "Subject to such rights for transmission line purposes as the American Telephone and Telegraph Company may have under the Act of March 4, 1911 (36 Stat. 1253), as amended (43 U.S.C. Sec. 961). (Covering Tract H of Sections 27 and 34 of Township 7 South, Range 24, E.B.M.) (Affects Parcel No. 9)
7. Easement for Telephone Line granted to Project Mutual Telephone Cooperative Association, Inc., a corporation, recorded January 20, 1966, as Instrument No. 181973. (Affects Parcel No. 8)
8. Power Line Easement granted to Idaho Power Company, a corporation, recorded October 26, 1972, as Instrument No. 228435. (Affects Parcel No. 1)
9. Power Line Easement granted to Idaho Power Company, a corporation, recorded November 21, 1975, as Instrument No. 254796. (Affects Parcel Nos. 4 and 5)
10. County road right of way as disclosed by Warranty Deed, dated May 17, 1983, executed by Mark E. Kunzler and Doris Kunzler, his wife, to Jerry L. Hatch and Tammy S. Hatch, his wife, recorded May 17, 1983 as Document No. 333865, Minidoka County records, which reads as follows: SUBJECT TO a 30.0 foot county road right of way along the North and East boundaries of said Farm Unit A Tract A of Section 26, Township 7 South, Range 24, E.B.M.) (Affects Parcel No. 8)

11. Water Use Agreement, dated February 26, 1992, by and between Mark E. Kunzler and Doris Kunzler, husband and wife, and Kent Stallings and Tonya Stallings, husband and wife, recorded March 3, 1992 as Document No. 400815, Minidoka County records. (Covers Farm Unit A Tract A of Section 26, Township 7 South, Range 24, E.B.M.) (Affects Parcel No. 8)
12. Easement for the installation, maintenance, repair and replacement of an irrigation pipeline for the purpose of conveying irrigation water, as set forth in Gift Deed granted to Vaughn Goodman and Holly Knoblauch-Goodman, husband and wife, recorded April 9, 1998, as Instrument No. 434660. (Covering a portion of Tract A of Sections 27 and 28, Township 8 South, Range 24, E.B.M.) (Affects Parcel No. 10)
13. Irrigation and Access Easement Agreement, dated April 9, 2011, by and between Hector Parkin and Colleen Parkin, Grantor and Don C. Taylor, aka Donald Crispin Taylor, Grantee, recorded April 14, 2011 as Document No. 512062, Minidoka County records.
14. Access Easement Agreement, dated April 6, 2011, by and between Don C. Taylor, an individual, Grantor and Minidoka Farms, LLC, a Delaware limited liability company, doing business as Minidoka Springs Farms LLC, Grantee, recorded April 14, 2011 as Document No. 512065, Minidoka County records.
15. All matters, and any rights, easements, interests or claims which may exist by reason thereof, disclosed by survey recorded July 8, 2011, as Instrument No. 513074.
16. All matters, and any rights, easements, interests or claims which may exist by reason thereof, disclosed by survey recorded July 8, 2011, as Instrument No. 513075.
17. All matters, and any rights, easements, interests or claims which may exist by reason thereof, disclosed by survey recorded November 29, 2012, as Instrument No. 520044.
18. All matters, and any rights, easements, interests or claims which may exist by reason thereof, disclosed by survey recorded March 26, 2014, as Instrument No. 526683.
19. Financing Statement covering (a) all crops growing on or to be grown on the Premises, (b) all crops harvested by Debtors from the Premises and stored on the Premises, (c) all livestock, (d) all warehouse receipts issued by any warehouse as evidence of the delivery and storage of the Debtors' crops, (e) general intangibles, accounts, rents, issues and profits, (f) payments or entitlements under contracts or agricultural programs, and (g) any proceeds recovered upon insurance policies covering the Premises or crops.
Recorded: June 6, 2014, as Instrument No. 527581
Debtor: Grant 4-D Farms, Duane Grant and Calvin Miller
Secured Party: Minidoka Farms LLC.
20. All matters, and any rights, easements, interests or claims which may exist by reason thereof, disclosed by survey recorded May 19, 2016, as Instrument No. 536170.

21. Irrigation and Electricity Easement Agreement upon the terms, conditions and provisions contained therein:
Parties: Minidoka Farms LLC, a Delaware limited liability company doing business in Idaho as Minidoka Spring Farms LLC and Richard B. Dalley and Shauna H. Dalley, a married couple Recorded: June 17, 2017, Instrument No. 540684
(Affects Parcel Nos. 4 and 5 and additional property not included herein)
22. Exceptions and reservations in U.S. Patent, recorded June 2, 1965 as Instrument No. 178986. (Affects Easement Parcel No. 9A).

After recording return to:

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

Instrument # 542715
MINIDOKA COUNTY, RUPERT, IDAHO
10-19-2017 03:11:47 PM No. of Pages: 8
Recorded for: FIRST AMERICAN - NCS BOSTON
TONYA PAGE Fee: \$16.00
Ex-Officio Recorder Deputy Susan Aston
Electronically Recorded by Simplifile

Quitclaim Deed

THIS QUITCLAIM DEED, made as of the 13th day of October, 2017, by and between Minidoka 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:

MINIDOKA 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:

Paul F. Evans, III

Paul F. Evans, III

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 Minidoka Farms LLC, a Delaware limited liability company, as the voluntary act of said company.

Carla M. Michals

Notary Public

My Commission expires: _____



EXHIBIT A
Legal Description

Parcel 1:

TOWNSHIP 7 SOUTH, RANGE 24 EAST OF THE BOISE MERIDIAN, MINIDOKA
COUNTY, IDAHO
Section 10: All.

Parcel 2:

TOWNSHIP 7 SOUTH, RANGE 24 EAST, BOISE MERIDIAN, MINIDOKA
COUNTY, IDAHO
Section 22: NW 1/4.

Parcel 3:

TOWNSHIP 7 SOUTH, RANGE 24 EAST, BOISE MERIDIAN, MINIDOKA
COUNTY, IDAHO
Section 15: NE 1/4.

Parcel 4:

TOWNSHIP 7 SOUTH, RANGE 24 EAST, BOISE MERIDIAN, MINIDOKA
COUNTY, IDAHO

Section 23: Farm Unit A, Tract A,

EXCEPT the following described parcel: Beginning at the East quarter corner of said Section 23, which point shall be the True Point of Beginning; Thence South 0°04' East along section line for 802.03 feet to a point; Thence North 63°52'20" West along the line common to Tract A and Tract D for 1796.73 feet to a point on the quarter section line; Thence North 89°26'49" East along said quarter section line for 1612.27 feet to the True Point of Beginning;

ALSO EXCEPTING the following described tract: Beginning at the North quarter section corner of Section 23, said corner marked by a 5/8 inch rebar over the top of a USRS iron pipe with brass cap; thence South 89°40'18" West along the north line of Section 23 for a distance of 417.62 feet to the Point of Beginning; Thence South 00°15'58" West for a distance of 25.49 feet to a 1/2 inch rebar; Thence South 00°15'58" West for a distance of 185.90 feet to a 1/2 inch rebar; Thence South 88°31'00" West for a distance of 478.90 feet to a 1/2 inch rebar; Thence North 00°05'31" West for a distance of 198.93 feet to a 1/2 inch rebar; Thence North 00°05'31" West for a distance of 22.11 feet to the north line of Section 23; Thence North 89°40'18" East along the north line of Section 23 for a distance of 480.09 feet to the Point of Beginning.

Parcel 5:

TOWNSHIP 7 SOUTH, RANGE 24 EAST, BOISE MERIDIAN, MINIDOKA
COUNTY, IDAHO

Section 23: Part of Farm Unit D, Tract D, described as follows: Beginning at the West quarter corner of said Section 23; thence North 89°36'49" East along the quarter section line for 1552.91 feet to a point which shall be the True Point of Beginning; Thence North 0°05' East along the West line of Tract D for 538.94 feet to a point; Thence South 87°07' East along the line common to Tract A and Tract D for 1150.38 feet to a

point; Thence South 63°52'30" East along said tract line for 1060.33 feet to a point on the quarter section line; Thence South 89°36'49" West along said quarter section line for 2101.75 feet to the True Point of Beginning.

Parcel 6:

An easement for ingress and egress for the benefit of Parcel 5 as created by Warranty Deed executed by Leonard O. Grant and Shirley M. Grant, husband and wife to Melvin L. Hayes and Jean W. Hayes, husband and wife, dated April 16, 1978 and recorded July 7, 1978 as Document No. 283732, records of Minidoka County, Idaho, more particularly described as follows:

TOWNSHIP 7 SOUTH, RANGE 24 EAST OF THE BOISE MERIDIAN, MINIDOKA COUNTY, IDAHO

Section 23: Beginning at the East quarter corner of said Section 23; thence South 89°36'49" West 3714.03 feet to the West boundary of Tract D of said Section 23; Thence South 0°05' West 7.5 feet; Thence North 89°36'49" East (North 89°36'49" West, rec.) 3,714.03 feet to the East section line of said Section 23; Thence North 0°04' West 7.5 feet to the Point of Beginning.

Parcel 7:

TOWNSHIP 7 SOUTH, RANGE 24 EAST, BOISE MERIDIAN, MINIDOKA COUNTY, IDAHO

Section 22 & 23: Farm Unit B, Tract B of the North Side Pumping Division of the Minidoka Project Idaho (as shown by plat, dated March 21, 1957, filed in the office of the County Recorder, Minidoka County, Idaho),

SAVE AND EXCEPT the following described tract: Beginning at the Northeast corner of Section 22, said corner marked by a 5/8 inch rebar over the top of a U.S.R.S. iron pipe with brass cap; thence South 00°26'13" East along the east line of Section 22 for a distance of 583.98 feet to the Point of Beginning; Thence South 00°26'13" East along the east line of Section 22 for a distance of 454.58 feet; Thence North 89°58'38" West for a distance of 28.01 feet to a 1/2 inch rebar; Thence North 89°58'38" West for a distance of 513.17 feet to a 1/2 inch rebar; Thence North 00°26'12" West for a distance of 95.93 feet to a 1/2 inch rebar; Thence along a non-tangent curve to the left for a distance of 421.54 feet to a 1/2 inch rebar, said curve having a radius of 1108.14 feet, a delta angle of 21°47'44", and a long chord bearing of North 48°08'16" West, for a distance of 419.01 feet; Thence North 88°30'32" West for a distance of 172.93 feet to a 1/2 inch rebar; Thence North 67°48'11" West for a distance of 140.30 feet to a 1/2 inch rebar; Thence North 08°28'29" West for a distance of 54.44 feet to a 1/2 inch rebar on the north line of Tract B; Thence North 83°01'52" East along the north line of Tract B for a distance of 565.61 feet to a brass cap at Corner No. 4 of Tract B; Thence South 80°25'38" East along the north line of Tract B for a distance of 608.35 feet to the Point of Beginning.

Parcel 8:

TOWNSHIP 7 SOUTH, RANGE 24 EAST, BOISE MERIDIAN, MINIDOKA COUNTY, IDAHO

Section 26: Farm Unit A, Tract A of the North Side Pumping Division of the Minidoka Project, Idaho, (as shown by plat dated March 21, 1957 on file in the office of the County Recorder, Minidoka County, Idaho),

SAVE AND EXCEPT the following described tract: Beginning at the Northeast corner of said Section 26, which point shall be known as the True Point of Beginning; Thence South 0°02'30" East (Basis of Bearing) along the East section line of said Section 26 for 570.87 feet; Thence South 89°24'31" West for 1312.44 feet; Thence North 0°02'30" West for 570.87 feet to a point on the North section line of said Section 26; Thence North 89°24'31" East (recorded as North 89°23'30" East) along said North section line for 1312.44 feet to the True Point of Beginning.

Parcel 9:

TOWNSHIP 7 SOUTH, RANGE 24 EAST, BOISE MERIDIAN, MINIDOKA COUNTY, IDAHO

Sections 27 & 34: Farm Unit H, Tract H of the North Side Pumping Division of the Minidoka Project, Idaho, (as shown by plat dated March 21, 1957 on file in the office of the County Recorder, Minidoka County, Idaho),

SAVE AND EXCEPTING THE FOLLOWING DESCRIBED TRACTS:

TRACT NO. 1: Beginning at the Southeast corner of said Section 27; thence South 89°40' West for 1927.40 feet; thence North 04°17' East for 357.06 feet to a point, which point shall be known as the True Point of Beginning; Thence North 28°48'30" East for 369.87 feet; Thence North 61°04' East for 826.80 feet; Thence North 30°43' West for 467.50 feet; Thence North for 369.25 feet; Thence North 84°02'30" West for 1468.50 feet; Thence South 60°54' West for 894.96 feet; Thence South 00°14' East for 1353.66 feet Thence North 72°48' East for 617.10 feet; Thence South 87°36' East for 985.38 feet to the True Point of Beginning. (Formerly described as Tax No. 2 and Tax No. 3 of Minidoka County records.)

TRACT NO. 2: Beginning at the intersection of the southerly right of way line of State Highway No. 24 with the easterly line of the SE¼ of said Section 27, as delineated on said plat; Thence South 00°01'30" East along said section line for 278 feet; Thence South 89°58'30" West at right angles to said section line for 218 feet to a line lying 218 feet west of and parallel with said section line; Thence North 00°01'30" West along said parallel line for 253 feet; Thence North 16°46' East at right angles to said southerly highway right of way line for 86.91 feet more or less to said line; Thence South 73°14' East along said line for 201.48 feet more or less to the Point of Beginning.

Parcel No. 9A:

A non-exclusive irrigation easement and access easement for pedestrian and vehicular ingress for the benefit of Parcel No. 9 granted in Irrigation and Access Easement Agreement by and between Hector Parkin and Colleen Parkin, Grantor and Don C. Taylor (a/k/a Donald Crispin Taylor), Grantee recorded April 14, 2011 as Instrument No. 512062 and more particularly described as follows:

Sections 26 and 35: Farm Unit F, Tract F of the North Side Pumping Division of the Minidoka Project, Idaho (as shown by plat dated March 21, 1957 on file in the office of the County Recorder, Minidoka County, Idaho) located in Township 7 South, Range 24 East, Boise Meridian, Minidoka County, Idaho.

Parcel No. 9B:

A non-exclusive access easement for pedestrian and vehicular ingress and egress for the benefit of Parcel No. 9 granted in Access Easement Agreement by and between Don C. Taylor, an individual, Grantor and Minidoka Spring Farms LLC, Grantee recorded April 14, 2011 as Instrument No. 512065, and more particularly described as follows:

That portion of the Northeast one quarter of the Southeast one quarter of Section 27, Township 7 South, Range 24 East, Boise Meridian, in the County of Minidoka, State of Idaho, according to the official plat of said land titled "Township 7 South, Range 24 East, Boise Meridian, Idaho – Supplemental Survey of Sections 26, 27, 28, 29, 33, 34 and 35" accepted by the US Department of the Interior Bureau of Land Management on March 21, 1957, more particularly described as follows:

Beginning at the intersection of the southerly right-of-way line of State Highway No. 24 with the easterly line of the Southeast one quarter of said Section 27, as delineated on said plat; Thence South 00°01'30" East along said section line, 278 feet; Thence South 89°58'30" West at right angles to said section line, 218 feet to a line lying 218 feet west of and parallel with said section line; Thence North 00°01'30" West along said parallel line, 253 feet; Thence North 16°46' East at right angles to said southerly highway right-of-way line, 86.91 feet more or less to said line; Thence South 73°14' East along said line, 201.48 feet more or less to the Point of Beginning of this description.

Parcel 10:

TOWNSHIP 8 SOUTH, RANGE 24 EAST, BOISE MERIDIAN, MINIDOKA COUNTY, IDAHO

Sections 21, 22, 27 & 28: Farm Unit A, Tract A of the North Side Pumping Division, Minidoka Project, Idaho (as shown by plat, dated June 10, 1953, on file in the office of the County Recorder, Minidoka County, Idaho),

EXCEPTING THEREFROM THE FOLLOWING DESCRIBED TRACTS:

TRACT NO. 1: Commencing at the N 1/4 corner of said Section 27 (monumented by a 1/2 inch rebar); thence South 89°17'54" West for 687.66 feet (recorded as 89°34' West for 685.74 feet) along the North section line to an existing brass cap; thence South 89°19'58" West for 452.53 feet (recorded as South 89°34' West for 452.10 feet) along the North section line to an existing brass cap; thence South 78°01'54" West for 1063.69 feet (recorded as South 78°18' West for 1063.26 feet) along the Southerly line of Farm Tract "A" to an existing 2 inch pipe; thence South 68°03'28" West for 257.97 feet (recorded as South 68°18' West) along the Southerly line of Farm Tract "A" to a 1/2 inch rebar which shall be the True Point of Beginning; Thence South 68°03'28" West (recorded as South 68°18' West) for 229.16 feet along the Southerly line of Farm Tract "A" to an existing brass cap (Tract A PT. 16); Thence South 35°35'24" West for 162.05 feet (recorded as South 35°49' West for 161.70 feet) along said tract line to an existing brass cap (Tract A PT. 15); Thence South 52°35'19" West for 287.42 feet (recorded as South 52°49' West for 287.76 feet) along said tract line to an existing brass cap (Tract A PT. 14); Thence North 79°46'39" West for 100.86 feet (recorded as North 79°31' West for 100.98 feet) along said tract line to an existing brass cap (Tract A PT. 13); Thence North 32°20'56" West (recorded as North 32°05' West) for 338.73 feet along said tract line to a 1/2 inch rebar; Thence North 78°09'13" East for 833.41 feet to a 1/2 inch rebar; Thence South 0°00'00" East for 83.13 feet to the True Point of Beginning.

TRACT NO. 2: Commencing at the S 1/4 corner of Section 22 (monumented by a 1/2 inch rebar); thence South 89°17'54" West for 687.66 feet (recorded as South 89°31'57" West for 687.68 feet in Cosgrove property survey recorded 28 Aug 96, Instrument No. 425666) along the South section line to a brass cap at Point 19 Farm Tract A which shall be the True Point of Beginning; Thence North 09°51'19" West for 1017.65 feet (recorded as North 9°36'57" West for 1017.81 feet) along the Easterly line of Farm Tract "A" to a bent pipe; Thence South 06°38'24" East for 1010.07 feet to a ½ inch rebar on the South line of Tract A; Thence North 89°19'58" East (recorded as North 89°34' East in Government Supplemental Survey approved 10 June 53) for 57.39 feet along the South line of Tract A to the True Point of Beginning.

EXHIBIT B

Water Rights

Permits:

	Permit Number	Well Registration No.	Withdrawal Type
1.	36-2129	N/A	Groundwater
2.	36-7403	784179	Groundwater
3.	36-8133	711889	Groundwater
4.	36-2130B	N/A	Groundwater
5.	36-2131	N/A	Groundwater

Surface Water Certificates or Pumps:

	Surface Water Certificate or Pump Number
1.	22A724
2.	26A724
3.	23A724
4.	21A824

Water Rights:

	Water Right Number
1.	36-2080
2.	36-15127A
3.	36-15127B



State of Idaho

DEPARTMENT OF WATER RESOURCES

Southern Region • 650 Addison Ave W, Suite 500 • Twin Falls, Idaho 83301-5858
Phone: (208) 736-3033 • Fax: (208) 736-3037 • Website: www.idwr.idaho.gov

C.L. "BUTCH" OTTER
Governor

GARY SPACKMAN
Director

December 21, 2017

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

RE: Change of Ownership for Water Right Nos. 36-2129, 36-2130B, 36-2131, 36-2294, 36-2305, 36-2343, 36-2459, 36-2546, 36-2581, 36-7403, 36-8133, 36-14285, 36-14394, 36-14778, 36-16241 and 36-16243

Dear Water Right Holder(s):

The department acknowledges receipt of correspondence changing ownership of the above referenced water right(s). The department has modified its records to reflect the change in ownership and has enclosed computer-generated reports for your records.

Updating the ownership record for a water right does not reconfirm the validity of the right. When processing an ownership change notice, the department does not review the history of water use to determine if the right has been forfeited 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 Sections 42-222 and 42-223, Idaho Code.

Also, please note that Section 42-248, Idaho Code, requires you or the owner of this water right to maintain current ownership and address records on file with the department. Forms to file a change of ownership of a water right and/or a change in the address of the water right owner are available from any department office, or at the department's website at: www.idwr.idaho.gov.

Please feel free to contact this office if you have any questions regarding this matter.

Sincerely,

A handwritten signature in cursive script, reading "Trish Fawcett". The signature is written in dark ink and is positioned above the printed name and title.

Trish Fawcett
Technical Records Specialist

Enclosure(s)

Cc: Alyssa Moir, K&L Gates

November 13, 2017

Alyssa Moir
alyssa.moir@klgates.com

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

By FedEx

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

Re: Formal Notice of Transfer of Water Rights

To Whom It May Concern:

This letter serves as formal notice that use of the following water rights will be transferred from Minidoka Farms LLC to Borah Peak Farms, LLC:

() 36-2129

() 36-7403 (Reg No. 784179)

() 36-11046

() 36-2130B

() 36-8133 (Reg No. 711889)

() 36-2131

Please find enclosed the original "Notice of Change in Water Right Ownership (Form 42-248/42-1409)" and a copy of the recorded deeds. Please let me know if you have any questions.

Sincerely yours,



Alyssa Moir

Enclosure: Notice of Change in Water Right Ownership
Grant Deed
Quit Claim Deed