



February 16, 2017

VIA E-MAIL AND OVERNIGHT DELIVERY

RECEIVED
FEB 21 2017

Department of Water Resources
Eastern Region

Idaho Department of Water Resources
Attn: Blake Jordan
900 North Skyline Drive, Suite A
Idaho Falls, Idaho

Re: Consent to the Filing of Two Applications to Transfer Water Rights,
Involving Water Rights 31-2427C, 31-2425, 31-7136 (a portion), and 31-10699.

Dear Mr. Jordan:

This letter is filed on behalf of our client, Wells Fargo Bank, National Association ("Wells Fargo"). Wells Fargo holds a mortgage lien on and security interests in the above-referenced water rights and has liens on the land to which the water rights are currently appurtenant and the land to which the water rights will be appurtenant following certain proposed transfers (described below).

The owner, Walker Land & Cattle LLC ("Walker Land"), has caused to be prepared two transfer applications (the "Applications," copies of which are attached hereto), proposing to accomplish the following:

1. transfer water right no. 31-2427C to a location four miles east, to land to which water right nos. 31-7136 and 31-10699 are or will be appurtenant (giving effect to pending Application for Transfer No. 81368); and
2. transfer water right nos. 31-7136 and 31-10699 to a location four miles west, to land to which water right no. 31-2427C is currently appurtenant, and transfer and combine the places of use for water right nos. 31-7136, 31-10699, and 31-2435 to cover the current places of use of water right nos. 31-2427C and 31-2435. This application is a second amendment to Application for Transfer No. 81369.

The Applications were prepared and will be filed by Thomas J. Budge, counsel to NKC Great Plains, LLC ("NKC"), for and on behalf of Walker Land. The Applications will be submitted in connection with and to supplement Transfer Application Nos. 81368 and 81369 which, together with pending Transfer Application No. 81370 (the "Prior Transfer Applications"), were submitted in connection with a land purchase and sale agreement between Walker Land and NKC. Wells Fargo holds a mortgage lien on and security interests in the land and water rights that are subject to the Prior Transfer Applications and land and water rights that

are subject to the Applications. On January 27, 2017, Wells Fargo filed protests against the Prior Transfer Applications.

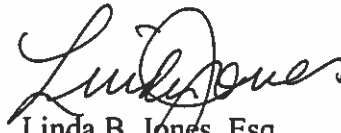
This letter confirms that Wells Fargo consents to the transfers described in the Applications. Wells Fargo reserves the right to review and consider any proposed modifications to the Applications and additional modifications to the Prior Transfer Applications and requests notice of any proposed modification of, and notice of any protest filed against, any of the Applications or Prior Transfer Applications.

When the Applications are filed, please send date-stamped copies to the undersigned by e-mail. After confirmation that the Applications have been filed with the Department is received, Wells Fargo intends to withdraw the its protests against the Prior Transfer Applications.

We also sent today, electronically, copies of this letter and the attachments to Mr. Budge and to Robert J. Maynes, counsel to Walker Land.

Please contact the undersigned if you have questions about this letter or if you require anything else from Wells Fargo at this time.

Very truly yours,


Linda B. Jones, Esq.
of Holland & Hart, LLP

LBJ/tan
Enclosures

cc: Gregory Mondon (Wells Fargo Bank) (via e-mail)
Thomas J. Budge (via e-mail)
Robert Maynes (via e-mail)