

STATE OF IDAHO
DEPARTMENT OF WATER RESOURCES

RECEIVED
MAY 11 2015
Department of Water Resources
Eastern Region

APPLICATION FOR TRANSFER OF WATER RIGHT
PART 1

Name of Applicant(s) Hartwell Family LLC Phone 208-374-5313
Mailing address PO Box 167, Dubois, ID 83423 Email mkellom@mudlake.net

- ☐ If applicant is not an individual and not registered to do business in the State of Idaho, attach documentation identifying officers authorized to sign or act on behalf of the applicant. Label it Attachment #1.
- ☐ Attach water right ownership documentation if Department records do not show the transfer applicant as the current water right owner. Label it Attachment #2a.
- ☐ If the ownership of the water right will change as a result of the proposed transfer to a new place of use, attach documentation showing land and water right ownership at the new place of use. Include documentation for all affected land and owner(s). Label it Attachment #2b.
- ☐ Attach documentation of authority to make the proposed change if the applicant is not the water right owner. Label it Attachment #3.

Provide contact information below if a consultant, attorney, or any other person is representing the applicant in this transfer process.

☐ No Representative

Name of Representative Andy Kellom Phone 406-539-5363
Mailing address PO Box 252, Hobson, MT 59452 Email akellom@bosterra.com

- ☐ Send all correspondence for this application to the representative and not to the applicant.
OR
☒ Send original correspondence to the applicant and copies to the representative.
- ☐ The representative may submit information for the applicant but is not authorized to sign for the applicant.
OR
☒ The representative is authorized to sign for the applicant. Attach a Power of Attorney or other documentation providing authority to sign for the applicant and label it Attachment #4.

*Section 6-1 of operating agreement
of Hartwell Family LLC*

I hereby assert that no one will be injured by the proposed changes and that the proposed changes do not constitute an enlargement in use of the original right(s). The information contained in this application is true to the best of my knowledge. I understand that any willful misrepresentations made in this application may result in rejection of the application or cancellation of an approval.

Andy Kellom
Signature of Applicant or Authorized Representative

Andy Kellom - Manager - Hartwell Family LLC 5-11-15
Print Name and Title if applicable Date

Signature of Applicant or Authorized Representative

Print Name and Title if applicable

Date

A. PURPOSE OF TRANSFER

1. ☒ Change point of diversion ☐ Add diversion point(s) ☒ Change place of use
☐ Change nature of use ☐ Change period of use ☐ Other _____

2. Describe your proposal in narrative form, including a detailed description of non-irrigation uses to justify amounts transferred (i.e. number of stock, etc.), and provide additional explanation of any other items on the application. Attach additional pages if necessary and label it Part 1A.2.
Please see attached

This transfer proposes to create a new pivot by drying up corners, end guns, and fields. It will create a combined POU for rights 31-2258C, 31-2351D, 31-2381D, 31-2381C, and a split portion of right 31-2381B. The POD for the combined POU will be a single existing well.

It proposes to dry up eight corners, two pivot end guns, and the field in Section 6, associated with water rights 31-2258C, 31-2351B, and 31-2381D.

It also proposes to dry up the field associated with 31-2381C. That field has a roughly 3.8 acre stackyard in the NENW of Section 12 that has not been irrigated in the past five years. However, water associated with right 31-2381C has been irrigating one-half acre in the SWSW of Section 1. A reduction of 3.3 acres in 31-2381C's POU is proposed.

Finally, the end guns associated with right 31-2381B will be turned off. Those end guns cover eight acres, which will be split and transferred to the new pivot.

STATE OF IDAHO
DEPARTMENT OF WATER RESOURCES

APPLICATION FOR TRANSFER OF WATER RIGHT

PART 1 Continued

B. DESCRIPTION OF RIGHTS AFTER THE REQUESTED CHANGES. IF THE RIGHTS ARE BEING SPLIT, DESCRIBE PORTIONS TO BE CHANGED AS THEY WOULD APPEAR AFTER THE REQUESTED CHANGES.

1.	Right Number	Amount (cfs/ac-ft)	Nature of Use	Period of Use	Source & Tributary
All or Part ☒ ☐	31-2258C	4.5	Irrigation	04/01 to 10/31	Ground Water
☒ ☐	31-2351B	1.9	Irrigation	04/01 to 10/31	Ground Water
☒ ☐	31-2381D	0.56	Irrigation	04/01 to 10/31	Ground Water
☒ ☐	31-2381C	0.52	Irrigation	04/01 to 10/31	Ground Water
☐ ☒	31-2381B	0.11	Irrigation	04/01 to 10/31	Ground Water
☐ ☐				to	
☐ ☐				to	
☐ ☐				to	
☐ ☐				to	

Total authorized under rights 7.59 cfs and/or _____ acre-feet.

2. Total amount of water proposed to be transferred or changed 2.30 cubic feet per second and/or _____ acre-feet per year.

3. Point(s) of Diversion:

- ☐ No changes to point(s) of diversion are proposed - the following chart is therefore not completed. (Proceed to #4.)
- ☐ Attach Eastern Snake Plain Aquifer analysis if this transfer proposes to change a point of diversion affecting the ESPA. Label it **Attachment #5**.

New ?	Lot	¼	¼	¼	Sec	Twp	Rge	County	Source	Local name or tag #
No			SW	SE	1	07N	33E	Jefferson	Ground Water	

4. Place of use: (If irrigation, identify with number of acres irrigated per ¼ ¼ tract.)

- ☐ No changes to place of use are proposed - the following chart is therefore not completed. (Proceed to #5.)

Twp	Rge	Sec	NE ¼				NW ¼				SW ¼				SE ¼				Acre Totals
			NE	NW	SW	SE	NE	NW	SW	SE	NE	NW	SW	SE	NE	NW	SW	SE	
07N	33E	1									33.1	31.6	31.2	31.7	33	32.2	31.2	31.7	255.7
07N	34E	7					31.5	31.6	31.7	31.5									126.3
Total Acres (for irrigation use)																			382

STATE OF IDAHO
DEPARTMENT OF WATER RESOURCES

APPLICATION FOR TRANSFER OF WATER RIGHT
PART 1 Continued

5 General Information:

- a. Describe the complete diversion system, including how you will accommodate a measuring device and lockable controlling works should they be required now or in the future:

Well and mainline to feed pivots. Current system also has open discharge option to ditch for small fields and corners. Post transfer system will have no open discharge. Measuring device can be installed at wellhead in future.

- b. Who owns the property at the point(s) of diversion? Applicant

If other than the applicant, describe the arrangement enabling the applicant to access the property for the diversion system:

- c. Are the lands from which you propose to transfer the water right subject to any liens, deeds of trust, mortgages, or contracts?

If yes, ☒ attach a notarized statement from the holder of the lien, deed of trust, mortgage or contract agreeing to the proposed changes on official letterhead signed by an authorized representative. Label it Attachment #6. List the name of the entity and type of lien: Western Ag Credit - Real Estate Loan

It is the applicant's responsibility to provide notice to lien holder, trustee, mortgagor, or contract holder of the proposed changes that may impact or change the value of the water rights or affected real property. Any misrepresentation of legal encumbrance on this application may result in rejection of the application or cancellation of an approval.

- d. Are any of the water rights proposed for transfer currently leased to the Water Supply Bank?

If yes, ☐ complete Attachment WSB.

- e. Describe the effect on the land now irrigated if the place or purpose of use is changed pursuant to this transfer:
It will be dry.

- f. Describe the use of any other water right(s) for the same purpose or land, or the same diversion system as right(s) proposed to be transferred at both the existing and proposed point(s) of diversion and place(s) use:

- g. To your knowledge, has/is any portion of the water right(s) proposed to be changed

Yes No

- ☐ ☒ undergone a period of five or more consecutive years of non-use.
☐ ☒ currently leased to the Water Supply Bank,
☐ ☒ currently used in a mitigation plan limiting the use of water under the right, or
☐ ☒ currently enrolled in a Federal set-aside program limiting the use of water under the rights?

If yes, describe:

**IDAHO DEPARTMENT OF WATER RESOURCES
Proof Report**

4/9/2015

Water Right 31-2258C

Owner Type **Name and Address**
Current Owner HARTWELL FAMILY LLC
 PO BOX 167
 DUBIOS, ID 83423
 (208)374-5313

Priority Date: 11/23/1935

Basis: Decreed

Status: Active

Source
GROUND WATER

Tributary

<u>Beneficial Use</u>	<u>From</u>	<u>To</u>	<u>Diversion Rate</u>	<u>Volume</u>
IRRIGATION	4/01	11/01	4.500 CFS	787.5 AF
	<u>Total Diversion</u>		4.500 CFS	787.5 AF

Source and Point(s) of Diversion

GROUND WATER

NWSWSE

Sec. 1, Twp 07N, Rge 33E, JEFFERSON County

Place Of Use

IRRIGATION within JEFFERSON County

Twp	Rng	Sec	NE				NW				SW				SE				Totals
			NE	NW	SW	SE	NE	NW	SW	SE	NE	NW	SW	SE	NE	NW	SW	SE	
07N	33E	1									40.0	39.0	38.0	39.0	40.0	40.0	39.0	39.0	314.0
07N	34E	6											34.0						34.0
													L7						

Right Acre Limit: 225.0

POU Total Acres: 348.0

Conditions of Approval:

1. C05 RIGHT INCLUDES ACCOMPLISHED CHANGE IN PLACE OF USE PURSUANT TO SECTION 42-1425, IDAHO CODE.
2. K06 THIS RIGHT IS LIMITED TO THE IRRIGATION OF 225 ACRES WITHIN THE PLACE OF USE DESCRIBED ABOVE IN A SINGLE IRRIGATION SEASON.
3. RIGHT NOS. 31-02351B AND 31-02381D ARE ALSO DIVERTED THROUGH POINT OF DIVERSION DESCRIBED ABOVE.
4. USE OF THIS RIGHT WITH RIGHTS LISTED BELOW IS LIMITED TO A TOTAL COMBINED ANNUAL DIVERSION VOLUME OF 1218 AF.
COMBINED RIGHT NOS.: 31-02351B AND 31-02381D
5. C18 THIS PARTIAL DECREE IS SUBJECT TO SUCH GENERAL PROVISIONS NECESSARY FOR THE DEFINITION OF THE RIGHTS OR FOR THE EFFICIENT ADMINISTRATION OF THE WATER RIGHTS AS MAY BE ULTIMATELY DETERMINED BY THE COURT AT A POINT IN TIME NO LATER THAN THE ENTRY OF A FINAL UNIFIED DECREE. SECTION 42-1412(6), IDAHO CODE.
6. USE OF THIS RIGHT WITH THE RIGHTS LISTED BELOW IS LIMITED TO THE

IDAHO DEPARTMENT OF WATER RESOURCES
Proof Report

4/9/2015

Water Right 31-2351B

Owner Type **Name and Address**
Current Owner HARTWELL FAMILY LLC
 PO BOX 167
 DUBIOS, ID 83423
 (208)374-5313

Priority Date: 12/1/1955

Basis: Decreed

Status: Active

Source
GROUND WATER

Tributary

Beneficial Use	From	To	Diversion Rate	Volume
IRRIGATION	4/01	11/01	1.900 CFS	332.5 AF
	Total Diversion		1.900 CFS	332.5 AF

Source and Point(s) of Diversion

GROUND WATER

NWSWSE

Sec. 1, Twp 07N, Rge 33E, JEFFERSON County

Place Of Use

IRRIGATION within JEFFERSON County

Twp	Rng	Sec	NE				NW				SW				SE				Totals
			NE	NW	SW	SE	NE	NW	SW	SE	NE	NW	SW	SE	NE	NW	SW	SE	
07N	33E	1									40.0	39.0	38.0	38.0	40.0	40.0	39.0	39.0	314.0
07N	34E	6											34.0						34.0

Right Acre Limit: 95.0

POU Total Acres: 348.0

Conditions of Approval:

1. K06 THIS RIGHT IS LIMITED TO THE IRRIGATION OF 95 ACRES WITHIN THE PLACE OF USE DESCRIBED ABOVE IN A SINGLE IRRIGATION SEASON.
2. C05 RIGHT INCLUDES ACCOMPLISHED CHANGE IN PLACE OF USE PURSUANT TO SECTION 42-1425, IDAHO CODE.
3. THE FOLLOWING RIGHTS ARE ALSO DIVERTED THROUGH POINT OF DIVERSION DESCRIBED ABOVE: 31-02258C AND 31-02381D
4. C18 THIS PARTIAL DECREE IS SUBJECT TO SUCH GENERAL PROVISIONS NECESSARY FOR THE DEFINITION OF THE RIGHTS OR FOR THE EFFICIENT ADMINISTRATION OF THE WATER RIGHTS AS MAY BE ULTIMATELY DETERMINED BY THE COURT AT A POINT IN TIME NO LATER THAN THE ENTRY OF A FINAL UNIFIED DECREE. SECTION 42-1412(6), IDAHO CODE.
5. USE OF THIS RIGHT WITH THE RIGHTS LISTED BELOW IS LIMITED TO THE IRRIGATION OF A COMBINED TOTAL OF 348 ACRES IN A SINGLE IRRIGATION SEASON.
6. COMBINED RIGHT NOS.: 31-02258C AND 31-02381D
USE OF THIS RIGHT WITH RIGHTS LISTED BELOW IS LIMITED TO A TOTAL

80090

IDAHO DEPARTMENT OF WATER RESOURCES
Proof Report

4/9/2015

Water Right 31-2381D

Owner Type **Name and Address**
Current Owner HARTWELL FAMILY LLC
 PO BOX 167
 DUBIOS, ID 83423
 (208)374-5313

Priority Date: 7/14/1960

Basis: Decreed

Status: Active

Source
GROUND WATER

Tributary

Beneficial Use	From	To	Diversion Rate	Volume
IRRIGATION	4/01	11/01	0.560 CFS	
	Total Diversion		0.560 CFS	

Source and Point(s) of Diversion

GROUND WATER NWSWSE Sec. 1, Twp 07N, Rge 33E, JEFFERSON County

Place Of Use

IRRIGATION within JEFFERSON County

Twp	Rng	Sec	NE				NW				SW				SE				Totals
			NE	NW	SW	SE	NE	NW	SW	SE	NE	NW	SW	SE	NE	NW	SW	SE	
07N	33E	1									40.0	39.0	38.0	39.0	40.0	40.0	39.0	39.0	314.0
07N	34E	6											34.0						34.0

POU Total Acres: 348.0

Conditions of Approval:

1. USE OF THIS RIGHT WITH RIGHTS LISTED BELOW IS LIMITED TO A TOTAL COMBINED ANNUAL DIVERSION VOLUME OF 1218 AF.
COMBINED RIGHT NOS.: 31-02258C AND 31-02351B
2. RIGHT NOS. 31-02258C AND 31-02351B ARE ALSO DIVERTED THROUGH POINT OF DIVERSION DESCRIBED ABOVE.
3. C18 THIS PARTIAL DECREE IS SUBJECT TO SUCH GENERAL PROVISIONS NECESSARY FOR THE DEFINITION OF THE RIGHTS OR FOR THE EFFICIENT ADMINISTRATION OF THE WATER RIGHTS AS MAY BE ULTIMATELY DETERMINED BY THE COURT AT A POINT IN TIME NO LATER THAN THE ENTRY OF A FINAL UNIFIED DECREE. SECTION 42-1412(6), IDAHO CODE.
4. C05 RIGHT INCLUDES ACCOMPLISHED CHANGE IN PLACE OF USE PURSUANT TO SECTION 42-1425, IDAHO CODE.
5. USE OF THIS RIGHT WITH THE RIGHTS LISTED BELOW IS LIMITED TO THE IRRIGATION OF A COMBINED TOTAL OF 348 ACRES IN A SINGLE IRRIGATION SEASON.
COMBINED RIGHT NOS.: 31-02258C AND 31-02351B

80090

IDAHO DEPARTMENT OF WATER RESOURCES
Proof Report

4/9/2015

Water Right 31-2381C

Owner Type **Name and Address**
Current Owner HARTWELL FAMILY LLC
 PO BOX 167
 DUBIOS, ID 83423
 (208)374-5313

Priority Date: 7/14/1960

Basis: Decreed

Status: Active

Source
GROUND WATER

Tributary

Beneficial Use	From	To	Diversion Rate	Volume
IRRIGATION	04/01	10/31	0.590 CFS	102.6 AF
	Total Diversion		0.590 CFS	102.6 AF

Source and Point(s) of Diversion

GROUND WATER NWSENW Sec. 4, Twp 07N, Rge 34E, JEFFERSON County

Place Of Use

IRRIGATION within JEFFERSON County

			NE				NW				SW				SE				Totals
Twp	Rng	Sec	NE	NW	SW	SE	NE	NW	SW	SE	NE	NW	SW	SE	NE	NW	SW	SE	
07N	33E	12					20.0	9.3											29.3

POU Total Acres: 29.3

Conditions of Approval:

1. C18 THIS PARTIAL DECREE IS SUBJECT TO SUCH GENERAL PROVISIONS NECESSARY FOR THE DEFINITION OF THE RIGHTS OR FOR THE EFFICIENT ADMINISTRATION OF THE WATER RIGHTS AS MAY BE ULTIMATELY DETERMINED BY THE COURT AT A POINT IN TIME NO LATER THAN THE ENTRY OF A FINAL UNIFIED DECREE. SECTION 42-1412(6), IDAHO CODE.
2. P31 THE REMAINDER OF THIS RIGHT WAS FORFEITED FOR NON-USE FROM 1980 TO 1988.

Comments:

1. CFRITSCH 12/20/2000 Recommendation
The ditch from the POD to the POU was in poor condition or non-existent. The land in Sec. 12 was being irrigated, but not from the POD in Section 4. There was not enough information available to recommend an accomplished transfer for the POD. There was

2. kwalker 7/8/2002 Water Right
This water right record was updated by decree record from old RightID 24495 to new RightID 548921

80090

IDAHO DEPARTMENT OF WATER RESOURCES
Proof Report

4/9/2015

Water Right 31-2381B

Owner Type **Name and Address**
Current Owner HARTWELL FAMILY LLC
 PO BOX 167
 DUBIOS, ID 83423
 (208)374-5313

Priority Date: 7/14/1960

Basis: Decreed

Status: Active

Source
GROUND WATER

Tributary

Beneficial Use	From	To	Diversion Rate	Volume
IRRIGATION	4/01	11/01	2.030 CFS	507.5 AF
	Total Diversion		2.030 CFS	507.5 AF

Source and Point(s) of Diversion

GROUND WATER SENWNE Sec. 12, Twp 07N, Rge 33E, JEFFERSON County

Place Of Use

IRRIGATION within JEFFERSON County

Twp	Rng	Sec	NE				NW				SW				SE				Totals
			NE	NW	SW	SE	NE	NW	SW	SE	NE	NW	SW	SE	NE	NW	SW	SE	
07N	33E	12	37.0	36.0	36.0	36.0													145.0

POU Total Acres: 145.0

Conditions of Approval:

1. C18 THIS PARTIAL DECREE IS SUBJECT TO SUCH GENERAL PROVISIONS NECESSARY FOR THE DEFINITION OF THE RIGHTS OR FOR THE EFFICIENT ADMINISTRATION OF THE WATER RIGHTS AS MAY BE ULTIMATELY DETERMINED BY THE COURT AT A POINT IN TIME NO LATER THAN THE ENTRY OF A FINAL UNIFIED DECREE. SECTION 42-1412(6), IDAHO CODE.

Comments:

1. kwalker 7/8/2002 Water Right
This water right record was updated by decree record from old RightID 24494 to new RightID 345012

Dates and Other Information

Decreed Date: 2/22/2002
Civil Case Number: 39576
Judicial District: FIFTH
State or Federal: S
Water District Number: 110

**STATE OF IDAHO
DEPARTMENT OF WATER RESOURCES**

APPLICATION FOR TRANSFER OF WATER RIGHT PART 3

A. PLAT MAP (See Part 3A of Instructions for application for transfer for complete requirements.)

- ☐ If the transfer application proposes to change the place or purpose of use of an irrigation right attach a Geographic Information System (GIS) shape file, or an aerial photo or other image clearly delineating the location and extent of existing acres and changes to the place of use. Label it Attachment #7b.

If the place of use currently consists of a permissible place of use, then the attachment is not required if the application contains a clear statement that the boundaries for the place of use are not proposed to be changed by the transfer and the total number of irrigated acres within the place of use before and after the transfer is clearly stated.

If any part of the irrigation water right is leased to the Water Supply Bank, you must also specify the location and number of acres that will remain idled for the duration of the lease contract at the new, proposed place of use.

B. CHANGES IN NATURE OF USE (Water Balance)

- ☐ If you propose to change the nature of use or period of use of all or part of the right(s) listed in this application, attach documentation describing the extent of historic beneficial use of the portion of the right(s) proposed to be changed. Also attach documentation showing that the portion of the right(s) to be changed will not be enlarged in rate, volume, or consumptive use through the proposed change. Label it **Attachment #8a**.

C. PLACE OF USE CHANGES TO SUPPLEMENTAL IRRIGATION RIGHTS

- ☐ If you propose to change the place of use of a supplemental irrigation right, answer below and attach supporting documentation. Label it Attachment #8b.

Describe how the supplemental water rights have been used historically in conjunction with other water rights at the existing place of use. Describe the time during the irrigation season that the supplemental rights have been used. Include information about the availability or reliability of the primary right(s) being supplemented, both before and after the change. If the applicant is proposing to change a supplemental irrigation right to a primary right, provide the information required on Part 3B above:

FOR DEPARTMENT USE ONLY

Transfer contains _____ pages and _____ attachments

Received by Date Preliminary check by Date

Fee paid 9660 Date 5/12/2018 Received by SC Receipt # E041013

Add'l fee paid _____ Date _____ Received by _____ Receipt # _____

Check all that apply: Attachment WSB ☐ (copy sent to state office) Lessor Designation form ☐ & or W-9 ☐ (originals to state office)

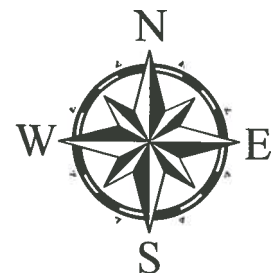
80090



2013 Imagery

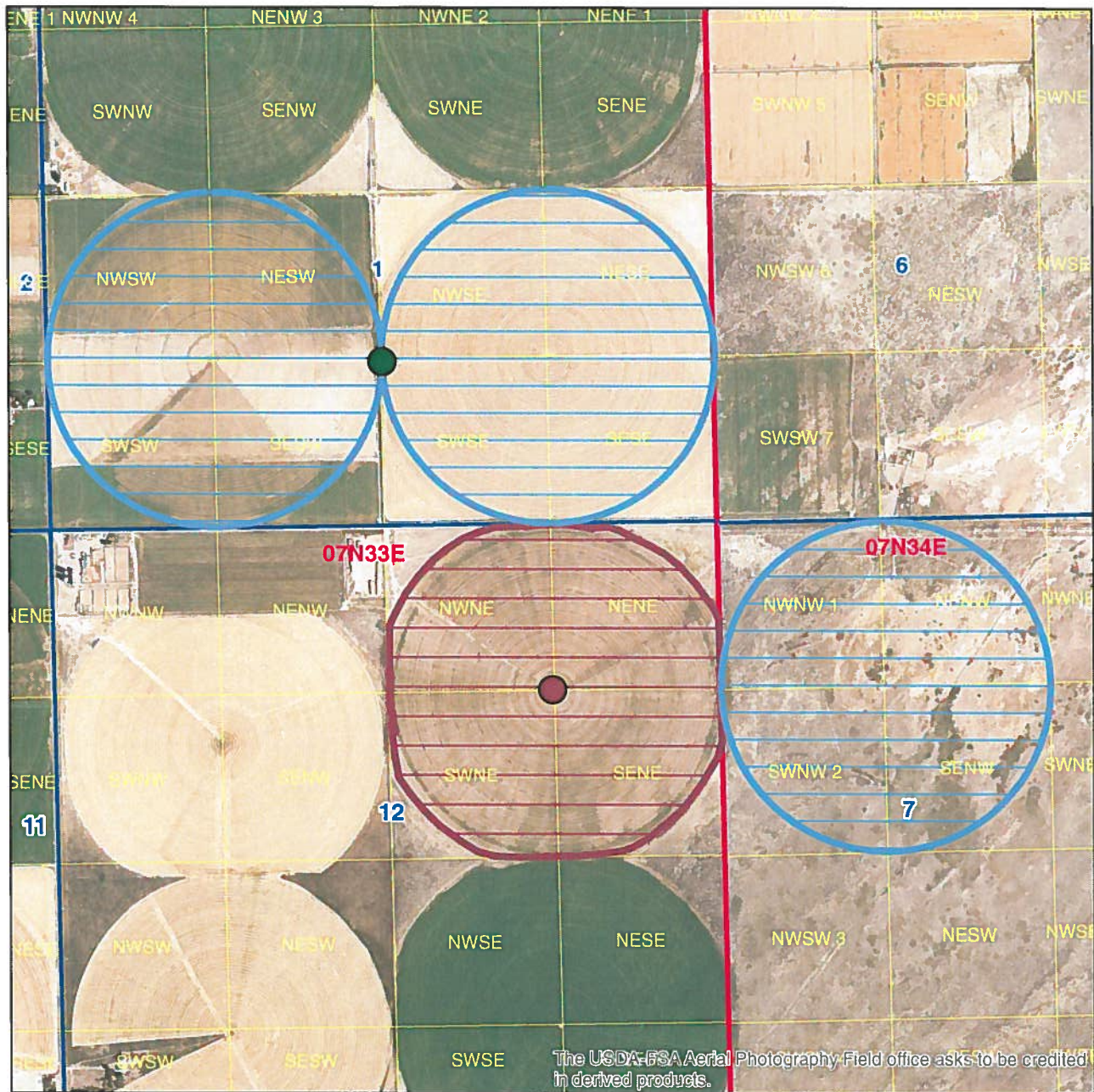
Legend

-  31-2258C, 31-2351B, and 31-2381D Pre-Transfer POU
 31-2381B Pre-Transfer POU
 31-2381C Pre-Transfer POU
 Acres under 31-2381C Unirrigated
 1/2 Acre Irrigated by 31-2381C outside of decreed POU
 Township/Range
 Sections
 QQ



0 0.125 0.25 0.5 Miles

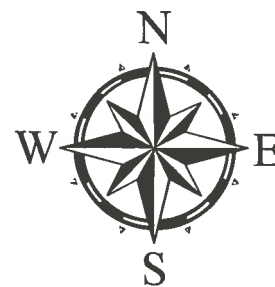
Post-Transfer POU and PODs



2013 Imagery

Legend

- Post-Transfer Combined POU
- Post-Transfer 31-2381B Remainder POU
- 31-3281B Remainder POD
- POD for Combined POU
- Township/Range
- Sections
- QQ



0 0.0750.15 0.3 0.45 0.6 Miles

80090

**AMENDED AND RESTATED
OPERATING AGREEMENT
OF
HARTWELL FAMILY, LLC**

The parties to this operating agreement have previously entered into an operating agreement (the "Original Agreement") which currently governs the operations and management of the Company. The parties desire to amend certain terms of the Original Agreement. For convenience, and to have only one document governing the operations of the Company, the parties are including the amended terms herein and restating the operating agreement which shall govern the Company.

This amended and restated Operating Agreement of Hartwell Family, LLC, an Idaho limited liability company organized pursuant to the Idaho Limited Liability Company Act, ("the Company") is entered into and shall be effective as of the Effective Date, by and among the Company and the persons executing this Agreement as Members.

ARTICLE 1 - DEFINITIONS

For purposes of this Operating Agreement (as defined below), unless the context clearly indicates otherwise, the following terms shall have the following meanings:

1-1 **Act.** The Idaho Limited Liability Company Act and all amendments to the Act.

1-2 **Additional Member.** A Member other than an Initial Member or a Substitute Member who has acquired a Membership Interest from the Company.

1-3 **Affiliate.** When used with reference to a specified Person, (i) any Person that directly or indirectly controls or is controlled by or is under common control with the specified Person or (ii) any Person that is an officer of, partner in or trustee of, or serves in a similar capacity with respect to, the specified Person or of which the specified Person is an officer, partner or trustee, or with respect to which the specified Person serves in a similar capacity.

make additional contributions. This Section does not release any Member from any obligation or promise of future performance that the Company accepted as a contribution.

5-6 Company's Right to Accept Additional Contributions Limited.

(a) The Company may not accept additional contributions or make contribution agreements, except as otherwise provided herein or except as approved by the Members or the Managers.

(b) Approval under this Section is not effective to authorize the creation of a separate class or series of Units, or to authorize a deviation from the requirements of Section 5-4.

5-7 No Rights of Redemption or Return of Contribution. No Person has a right to have Units redeemed or a contribution returned prior to the termination of the Company, even if the Person dissociates prior to termination of the Company. Even at termination, the right to the return of a contribution or to redemption is subject to the terms of this Agreement.

**ARTICLE 6 - MANAGEMENT;
RIGHTS AND DUTIES OF MEMBERS AND MANAGERS**

6-1 Manager. The ordinary and usual decisions concerning the business affairs of the Company shall be made by the Manager(s). The Manager(s) shall be appointed by the Members. The Manager(s)s shall be Marie Kellom and Andrew Kellom. They shall act as Managers until the sooner of their resignation, removal, or the election of their successor. Either Manager may act alone on behalf of the Company.

6-2 Duties of Managers. The Manager(s) shall be responsible for managing the day-to-day business and affairs of the Company. The Manager(s) shall be authorized for and on behalf of and in the name of the Company to sign all documents and to make all expenditures and incur all obligations reasonably necessary for the management of the day-to-day business and affairs of the Company. The Manager(s) may designate one or more persons to act on behalf of the Company in certain specified, ministerial matters; provided that each specified matter alone, and all such matters together, shall not result in or be construed as vesting management of the Company in such person, which management responsibility and authority shall remain vested in the Manager(s). Rather, such designations shall be limited to ministerial matters or to ministerial aspects of specific transactions or functions, and shall be reflected in the records of the Company maintained

16-14 Counterparts. This Operating Agreement may be executed in counterparts, each of which shall be deemed an original but all of which shall constitute one and the same instrument.

IN WITNESS WHEREOF, we have hereunto set our hands on the date set forth beside our names.

HARTWELL FAMILY, LLC

By: Marie Kellom
MARIE KELLOM, Manager

Dated: September 27, 2013

By: Andrew Kellom
ANDREW KELLOM, Manager

Dated: September 27, 2013

MEMBERS:

Marie Kellom
MARIE KELLOM

Dated: September 27, 2013

S:\ME2\SPE-Clients\0436\FamilyLLC\Amended&RestatedOp-Agr(June2013).wpd



Attachment #6

2072 North Main Suite 201
North Logan, UT 84341-1993
(435) 752-2146
1-800-748-5071
(435) 752-9180 (Fax)

April 28, 2015

To: Idaho Department of Water Resources

From: Western AgCredit C/O Garn Lovell

Re: Hartwell Family LLC Water Rights Transfer

The Hartwell Family, LLC has requested that, as a secured lender, Western AgCredit acknowledge their water transfer between several Jeffersen County properties.

Currently, Western AgCredit has a security interest in the following water rights:

Claims 31-2258C, 312351B, 312381D, 31-2381B, and 31-2381C.

It is my understanding that Hartwell Family, LLC is moving water from the corners of several pivots to be used on other adjoining farm property. Western AgCredit does not oppose this water transfer as long as Western AgCredit's security interest in the above water rights remains in force through and after the water transfer.

If you would like to discuss this approval, I can be reached at 208.317.8119

Sincerely,

Garn Lovell

Regional Vice President – Correspondent Lending