

Boise Cascade, L.L.C.
Legal Department
1111 West Jefferson Street Ste 300
PO Box 50 Boise, ID 83728
T 208 384 4918 F 208 384 6566
KyleYearsley@BC.com

5/9/2012
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RECEIVED
MAY 09 2012
DEPARTMENT OF
WATER RESOURCES



Boise Cascade

Kyle Yearsley
Counsel

May 7, 2012

Shelley Keen
Idaho Department of Water Resources
322 E. Front Street, Suite 648
Boise, ID 83702

Subject: Change of Ownership - Renewable Energy of Idaho, Inc.
and/or Emerald Forest Products, Inc.

Dear Mr. Keen:

I received a copy of an April 25, 2012, letter from Ms. Shelley Davis to you submitting a proposed Notice of Change in Water Right Ownership (the "Notice"). A copy of the Notice is attached. That Notice proposes to change ownership of water rights 65-585, 65-586, 65-587, and 65-7094 from "Boise Cascade Corrugated Containers" to "Renewable Energy of Idaho, Inc. and/or Emerald Forest Products, Inc." The Notice was signed by a "Richard Vinson."

Ms. Davis submitted as justification for this ownership transfer a Special Warranty Deed (the "Deed"). The Deed does not support nor justify any change in ownership of the rights as set out in the Notice. Therefore, Boise Cascade LLC¹ objects to the change in ownership based on the information filed by Ms. Davis. In fact, the information contained in the Notice is suspicious. The Deed shows that Boise Cascade Corporation, not Boise Cascade Corrugated Containers, conveyed two water rights to Renewable Energy of Idaho, Inc. (water right 65-7094 and 150 gpm from water right 65-586). Nothing more was sold. The conveyance of these water rights was part of a real estate sale in which the specific water rights included as part of the sale were spelled out. Thus, any change of ownership beyond that which was contemplated by the real estate sale is objectionable.


The Notice indicates that "Renewable Energy of Idaho, Inc. *and/or* Emerald Forest Products, Inc." is the new owner of the water rights. However, as evidenced by the Deed, Boise Cascade Corporation did not convey anything to Emerald Forest Products Inc. Furthermore, Renewable Energy of Idaho, Inc. was dissolved in 2010 and is thus not even a valid Idaho corporation, as evidenced by the attached documents from the Idaho Secretary of State's office.

¹ Boise Cascade LLC is a successor in interest to Boise Cascade Corporation.

And lastly, Mr. Vinson signed the Notice in his capacity as President, but he does not indicate which entity he is president of. He cannot be President of Renewable Energy of Idaho, Inc., because that entity does not exist. He may be President of Emerald Forest Products, Inc., but that entity obtained no rights under the Deed.

Underlying the issues surrounding these water rights is a contractual dispute based on a real estate transaction that took place almost eight years ago. The fact that Renewable Energy of Idaho, Inc. and/or Emerald Forest Products, Inc. is now trying to modify the water rights after the passage of so much time is telling. The contractual dispute based on the real estate transaction transcends any issue of the change in ownership of the water rights, if there really is one. Boise Cascade would request that the IDWR take no action on the Notice submitted by Ms. Davis and return it to her pending resolution of the contractual matters which are not subject to the jurisdiction of IDWR.

Sincerely,

A handwritten signature in black ink, appearing to read 'Kyle Yearsley', written in a cursive style.

Kyle Yearsley

KY

cc: Shelley Davis (smd@idahowaters.com)
Bruce Smith (via email at bms@msbtlaw.com)

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MAY 09 2012

STATE OF IDAHO
DEPARTMENT OF WATER RESOURCES

DEPARTMENT OF WATER RESOURCES

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.

Table with 6 columns: Water Right/Claim No., Split?, Water Right/Claim No., Split?, Water Right/Claim No., Split?. Rows include numbers 65-0585, 65-0586, 65-0587, 65-7094, and a blank row.

- 2. Previous Owner's Name: Boise Cascade Corrugated Containers
3. New Owner(s)/Claimant(s): Renewable Energy of Idaho, Inc. and/or Emerald Forest Products, Inc.

New owner continued Name connector [] and [] or [x] and/or
P.O. Box 1539
Mailing address
Thompson Falls MT 59873
City State ZIP
(406) 827-3574 dick@blackfoot.net
Telephone Email

- 4. If the water rights and/or adjudication claims were split, how did the division occur?
[x] 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 25, 2004

- 6. 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.
- 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
- 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.

7. Signature: Richard Wenson Title, if applicable: Pres. Date: 4/25/12

Signature: _____ Title, if applicable: _____ Date: _____

For IDWR Office Use Only:

Received by _____ Date _____ Receipt No. _____ Receipt Amt. _____
Approved by _____ Processed by _____ Date _____

473034

INSTRU. NO. 239662
PAGES 1 OF 7

SPECIAL WARRANTY DEED

BOISE CASCADE CORPORATION, a Delaware corporation, authorized to do business in Idaho, Grantor, hereby conveys and specially warrants to RENEWABLE ENERGY OF IDAHO, INC., an Idaho corporation, Grantee, whose address is 320 Montvue, Meridian, ID 83642 for the sum of TEN DOLLARS and other good and valuable consideration, the following described real property, to-wit:

SEE Exhibit A, ATTACHED HERETO AND MADE APART HEREOF.

This conveyance is subject to the following:

- (i) Current year's ad valorem taxes (which will be prorated between Grantee and Grantor as of the date of closing) and rollback taxes, if any;
- (ii) Matters of record, licenses, rights of way, easements, conditions, restrictions, zoning laws, ordinances, regulations, and other matters affecting the Property, whether or not of public record, including, but not limited to, those matters listed on Exhibit B, Permitted Title Exceptions, attached hereto and made a part hereof and acknowledged by Grantee herein;
- (iii) Any state of facts which an accurate survey or an inspection of the Property would reveal, including, but not limited to, the location of boundary lines, improvements and encroachments, if any;
- (iv) Prior reservations or conveyances of oil and gas and other minerals or mineral leases of any kind and character;
- (v) Grantor hereby conveys water right 65-07094 plus a portion of water right 65-00586 sufficient to allow a total combined water right from the well that is the point of diversion for water right 65-07094 of 150 gallons per minute (.33 cubic feet per second). Grantor further agrees to cooperate in the filing of all documentation necessary to accomplish this conveyance.

This conveyance shall include any and all appurtenances, tenements, hereditaments, reversions, remainders, easements, rights-of-way and water rights in anywise appertaining to the Property.

The Grantor covenants to the Grantee that Grantor is the owner in fee simple of said premises; that the premises are free from encumbrances created or suffered by the Grantor, excepting those as may be herein set forth, and excepting those of record, and that Grantor will warrant and defend the same from all lawful claims.

Instrument # 239662

EMMETT, GEM, IDAHO

2004-10-26 04:15:40 No. of Pages: 7

Recorded by : FIRST AMERICAN TITLE CO

SUSAN K. HOWARD

Ex-Officio Recorder, Deputy

File #: 21.00
Date: 10/26/04
WARRANTY DEED

IN WITNESS WHEREOF, the Grantor has executed this instrument on this 25th day of October, 2004.

BOISE CASCADE CORPORATION

ok
By [Signature]
Senior Vice President

STATE OF IDAHO)
) ss.
COUNTY OF ADA)

On this 25th day of October 2004, before me, the undersigned, a notary public in and for said state, personally appeared Stanley Bell, known to me to be the Senior Vice President of Boise Cascade Corporation, a Delaware corporation, that executed the above instrument on behalf of said corporation and acknowledged to me that said corporation executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



[Signature]
Notary Public for Idaho
Residing at Meridian, ID
My Commission expires: 8/5/09



IDAHO SECRETARY OF STATE Viewing Business Entity

Ben Ysursa, Secretary of State

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EMERALD FOREST PRODUCTS, INC.

500 W MAIN ST
EMMETT, ID 83617

Type of Business: CORPORATION, GENERAL BUSINESS

Status: GOODSTANDING, 2ND AR NOTICE SENT 02 Sep 2011

State of Origin: MONTANA

Date of 29 Aug 2008

Origination/Authorization:

Initial Registered Agent: DENNIS DRAKE
500 W MAIN
EMMETT, ID 83617

Organizational ID / Filing Number: C179920

Number of Authorized Stock Shares:

Date of Last Annual Report: 07 Sep 2011

Original Filing:

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Filed 29 Aug 2008 CERTIFICATE OF AUTHORITY [View Image \(PDF format\)](#) [View Image \(TIFF format\)](#)

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Comments, questions or suggestions can be emailed to: sosinfo@sos.idaho.gov



IDAHO SECRETARY OF STATE Viewing Business Entity

Ben Ysursa, Secretary of State

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RENEWABLE ENERGY OF IDAHO, INC.

PO BOX 1539
THOMPSON FALLS, MT 59873

Type of Business: CORPORATION, GENERAL BUSINESS

Status: ADMIN DISSOLVED, ADMIN DISSLV 04 Mar 2010

State of Origin: IDAHO

Date of 26 Dec 2003

Origination/Authorization:

Initial Registered Agent: DENNIS DRAKE
500 WEST MAIN
EMMETT, ID 83622

Organizational ID / Filing Number: C152315

Number of Authorized Stock Shares: 10000

Date of Last Annual Report: 20 Oct 2008

Original Filing:

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Filed 26 Dec 2003 INCORPORATION [View Image \(PDF format\)](#) [View Image \(TIFF format\)](#)

Amendments:

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Amendment Filed 09 Jun 2006 REINSTATEMENT [View Image \(PDF format\)](#) [View Image \(TIFF format\)](#)

Amendment Filed 20 Mar 2007 REINSTATEMENT [View Image \(PDF format\)](#) [View Image \(TIFF format\)](#)

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Report for year 2004 ANNUAL
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