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DEPARTMENT OF
WATER RESOURCES

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November 11, 2011

Idaho Department of Water Resources
Attn: Monica Van Bussum
322 East Front Street
P.O. Box 83720
Boise, ID 83720-0098

*RE: Application to Rent Water from the Water Supply Bank
Water Right Nos. 36-2254A, 36-2284 and 36-8401*

Dear Ms. Van Bassum:

Enclosed please find an original *Application to Rent Water from the Water Supply Bank* for the above-referenced water rights, which I have executed on behalf of Horizon Organic Dairy, LLC, as Agent-in-Fact, as well as a copy of the Special Power of Attorney authorizing such. Also enclosed herewith please find a check made payable to your office in the amount of \$315.42 in full payment of the administrative fee.

Please let me know if you have any questions.

Very truly yours,

WILLIAMS, MESERVY & LOTHSPICH, LLP

ROBERT E. WILLIAMS

REW/mmb
C: Client
Allen Merritt
Greg Sullivan
Cindy Yenter

Encl.
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SPECIAL POWER OF ATTORNEY

HORIZON ORGANIC DAIRY, LLC, a Delaware limited liability company, qualified to do business in the state of Idaho, hereby appoints ROBERT E. WILLIAMS, 153 East Main, Jerome, Idaho 83338, to be its true and lawful attorney for it, in its name, place and stead, and on its behalf, to do any or all of the following acts, deeds and things:

1. SPECIFIC POWERS: To execute on behalf of HORIZON ORGANIC DAIRY, LLC, any or all of the following:
 - (a) Notice of Change of Water Right Ownership before the State of Idaho, Department of Water Resources, for Water Right No. 36-8402;
 - (b) Application to Rent Water from the Water Supply Bank, State of Idaho Water Resource Board, at a maximum flow rate of 1.15 cfs in maximum volume of 229.28 cfs, with point of diversion within Township 9 South, Range 21 EBM, Jerome County, Idaho, Sections 17, 20 and 27 and with a proposed place of use within Township 9 South, Range 21 EBM, Jerome County, Idaho, Sections 17 and 34;
 - (c) Application to Sell or Lease a Water Right to the Water Supply Bank, State of Idaho Water Resource Board, for Water Right No. 36-2430;
 - (d) Application to Sell or Lease a Water Right to the Water Supply Bank, State of Idaho Water Resource Board, for Water Right No. 36-8008;
 - (e) Application to Sell or Lease a Water Right to the Water Supply Bank, State of Idaho Water Resource Board, for Water Right No. 36-8402;
 - (f) Application to Sell or Lease a Water Right to the Water Supply Bank, State of Idaho Water Resource Board, for Water Right No. 36-2254A;
 - (g) Application to Sell or Lease a Water Right to the Water Supply Bank, State of Idaho Water Resource Board, for Water Right No. 36-2284;
 - (h) Water Supply Bank Request to Release or Lease Term Extension Form, State of Idaho Water Resource Board for Water Right No. 36-2430;
 - (i) Water Supply Bank Request to Release or Lease Term Extension Form, State of Idaho Water Resource Board for Water Right No. 36-8008,
 - (j) Water Supply Bank Request to Release or Lease Term Extension Form, State of Idaho Water Resource Board for Water Right No. 36-8402;
 - (k) Water Supply Bank Request to Release or Lease Term Extension Form, State of Idaho Water Resource Board for Water Right No. 36-2284;

- (l) Water Supply Bank Request to Release or Lease Term Extension Form, State of Idaho Water Resource Board for Water Right No. 36-2254A;
- (m) Any other documents useful or necessary to process the documents above specifically named with the Idaho Department of Water Resources or the State of Idaho Water Resource Board.

IN WITNESS WHEREOF, I have hereunto set my hand at Broomfield, Colorado, this 10th day of June, 2011.

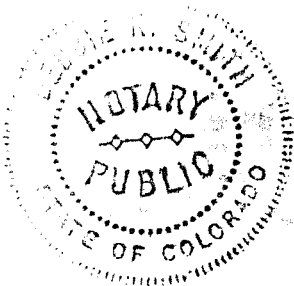


HORIZON ORGANIC DAIRY, LLC, by its Sole Member, White Wave Foods Company, through ROGER THEODOREDIS, Senior Vice President and Division General Counsel

STATE OF COLORADO)
County of Broomfield :SS
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On this 10th day of June, 2011, before me, the undersigned, a Notary Public in and for said County and State, personally appeared ROGER THEODOREDIS, Senior Vice President and Division General Counsel of White Wave Foods Company, Sole Member of HORIZON ORGANIC DAIRY, LLC, known to me to be Vice President and Division General Counsel of the company and the person whose name is subscribed to the within and foregoing instrument, and who acknowledged to me that he executed the same in such capacities on behalf of Horizon Organic Dairy, LLC.

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




NOTARY PUBLIC for Colorado
Residing at: 3525 W. 120th Rd, Frederick Co
Commission Expires: 3/14/12