

APR 05 2010

Department of Water Resources
Eastern Region

Form 42-248/42-1409(6) 10/07

STATE OF IDAHO
DEPARTMENT OF WATER RESOURCES
NOTICE OF CHANGE IN WATER RIGHT OWNERSHIP

Please print or type. Attach pages with additional information. Instructions are included at the end of this form. Incomplete forms will be returned.

1. Please list the water right number(s) and/or adjudication claim number(s) (if any) for each water right to be changed. List just the adjudication claim number if there is no corresponding water right record on file with the department. Indicate, by checking in the space provided (under the "split" heading), if the change in ownership is limited to a portion of a water right in which case IDWR will produce new water right number(s) for the split(s).

Water Right No(s)	Adjudication Claim No(s)	Split(s)	Water Right No(s)	Adjudication Claim No(s)	Split(s)
01-195M <i>OK</i>		N			
35-8852 <i>OK</i>		N			
35-12499 <i>OK</i>		N			

2. The following **REQUIRED** information must be submitted with this form:

SUPPORT DATA

A. The appropriate **FILING FEE**. See instructions for fee amounts.

IN FILE #

1-195M

B. A copy of the most recent **DEED, TITLE POLICY, CONTRACT OF SALE** or other legal document indicating your ownership of the property and water right(s) or claim(s) in question, **WITH ATTACHED LEGAL DESCRIPTION**.

C. Either of the following (if necessary to clarify division of water rights or other complex property descriptions):
PLAT OF PROPERTY or **SURVEY MAP** clearly showing the location of the point(s) of diversion and place of use of your water right(s) and/or adjudication claim(s) (these are on file with the county Planning and Zoning or Recorder's Office).

OR

D. If your water right(s) and/or adjudication claim(s) is for ten or more acres of irrigation, you must submit a USDA Farm Service Agency or equivalent **AERIAL PHOTO** with the irrigated acres outlined and point(s) of diversion clearly marked. The **AERIAL PHOTO** should be submitted in place of the **PLAT OF PROPERTY** or **SURVEY MAP**.

3. Name and Address of Former Owner/Claimant(s) Idaho Fresh Pak Inc
PO Box 130
Lewisville, ID 83431

4. New Owner/Claimant(s) Idahoan Foods LLC
 Name Connector (Check one): [] and, [] or, [] and/or
 New Mailing Address PO Box 130
 City, State and ZIP Code Lewisville, ID 83431
 New Telephone Number (208) 754-8100 Email: _____

5. Date you acquired the property

July 12, 2007

6. **If the change in ownership affects the entire water right for each water right or adjudication claim number listed in line 1, then skip this line and go to line 7.** If the change in ownership divides the water right(s) among multiple owners, you must describe, in detail, your portion of each water right after the change. Fill in the appropriate spaces in the box(es) below to describe your water right(s) after the change (you may copy this page, if necessary). If your quantity of water is greater than a proportionate split, you must attach documentation to show justification for a larger amount. If you are not sure how to identify your portion of the original water right or adjudication claim records, please contact the nearest IDWR office for assistance.

DESCRIPTION OF YOUR PORTION OF WATER RIGHT (If the right will not be split, skip this area and proceed to line 7)		
Water Use	Diversion Rate or Volume (cubic feet per second or acre-feet per annum)	Description (acres, number and type of stock, homes, etc)
Water Right and/or Adjudication Claim Number _____		
Irrigation		
Stock		
Domestic		
Other		
Totals		
Water Right and/or Adjudication Claim Number _____		
Irrigation		
Stock		
Domestic		
Other		
Totals		
Water Right and/or Adjudication Claim Number _____		
Irrigation		
Stock		
Domestic		
Other		
Totals		

For Snake River Basin Adjudication Claims: Please attach a Notice of Appearance completed by your attorney, if you wish IDWR to correspond with him/her for all matters related to your claims.

7. Signature(s) of New Owner(s) or Claimant(s)

Samuel Hefner

(title if applicable)

(title if applicable)

IT IS IMPORTANT TO FILE THIS COMPLETED FORM AT THE APPROPRIATE IDWR OFFICE, WITH PAYMENT OF THE FILING FEE AND THE OWNERSHIP DOCUMENT(S), AS REFERRED TO IN LINE 2.

For IDWR Office Use Only:Received by JRDate 4-6-10Receipt Amt. 175.00Received by JRDate 4-6-10Receipt No. E035709

Processed by _____ AJ

Date _____

WR _____ Date _____

for this application \$ 75.00

1270577 JUL 18 '07 PM 2:38

Recording Requested by, and
When Recorded, Return to:

North American Foods, LLC
529 North 3500 East
P.O. Box 130
Lewisville, ID 83431

INSTRUMENT NO.	1270577
DATE	7-18-07
INST CODE	205
IMAGED PGS	5
FEE	15.00
STATE OF IDAHO) ss	
COUNTY OF BONNEVILLE)	
I hereby certify that the within instrument was recorded.	
Ronald Longmire, County Recorder	
By	<i>[Signature]</i>
Deputy Request of	FARCO

WARRANTY DEED

For Value Received, IDAHO FRESH-PAK, INC., an Idaho corporation fka Lewisville Investment Company, the Grantor, as of July 12, 2007 (the "Effective Date") grants, bargains, sells, conveys and warrants unto NORTH AMERICAN FOODS, LLC, a Delaware limited liability company, the Grantee, whose current address is 529 North 3500 East, P.O. Box 130, Lewisville, ID 83431, the following described premises located in Bonneville County, Idaho, to-wit:

See Exhibit "A" attached hereto and by reference made a part hereof.

///

215309-IP
First American Title Co.
2004 Jennie Lee Dr.
P.O. Box 3432
Idaho Falls, ID 83404

TO HAVE AND TO HOLD the said premises, together with all improvements, rights of way, easements, water rights and water contracts, and appurtenances of whatever kind or nature unto the said Grantee and its assigns forever. And the said Grantor does hereby covenant to and with the said Grantee, that it is the owner in fee simple of said premises; that said premises are free from all encumbrances and that it will warrant and defend the same from all lawful claims whatsoever.

Dated: July 12 2007.

IDAHO FRESH-PAK, INC.,
an Idaho corporation fka Lewisville Investment Company

By: [Signature]
Jerry P. Wright
Its President

State of Utah)

:ss

County of Salt Lake)

On this 12th day of July, 2007, before me, the undersigned, a Notary Public, in and for said State, personally appeared Jerry P. Wright, known to me, and/or identified to me on the basis of satisfactory evidence, to be the person who subscribed to the within instrument, who duly acknowledged to me that, as of the Effective Date, he is the President of Idaho Fresh-Pak, Inc., fka Lewisville Investment Company, and acknowledged to me that he executed the same in his capacity as President and on behalf of said corporation by authority.

WITNESS MY HAND AND OFFICIAL SEAL.

(SEAL)

Lisa K. Scadden
Notary Public
Residing at _____

Commission Expires: _____

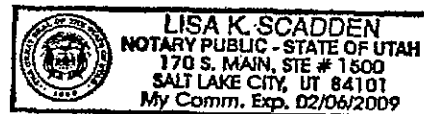


Exhibit A
Legal Description

Tract 1:

All of Lot 7, lying East of the County Road, and all that part of the NW¼ NW¼ lying East of said County Road, and the Oregon Short Line Railroad Company right-of-way, in Section 36, Township 3 North, Range 37 East of the Boise Meridian, Bonneville County, Idaho.

EXCEPTING THEREFROM: that portion sold to the City of Idaho Falls more particularly described as follows:

Beginning at the meander corner of the Section line between Sections 25 and 36, Township 3 North, Range 37 East of the Boise Meridian, Bonneville County, Idaho, which is North 89°45' East 445.5 feet from the Quarter corner between said Sections 25 and 36, and running thence South 432 feet along the meander line, thence North 47°00' West 184 feet, thence North 187.2 feet to a point 100.0 feet South of the North Section line of Section 36, thence South 89°45' West 1619 feet to the East line of the County Road, thence Northerly along said East side of the County Road 100.0 feet to the said Section line, thence North 89°45' East 1754.4 feet to the point of beginning.

ALSO EXCEPTING THEREFROM: the following described parcel, to wit: Beginning at a point that is South 0°51'39" West, 728.38 feet and South 39°23'03" West 780.49 feet along the government meander line and South 89°24'00" West, 446.35 feet of the government meander corner on the West bank of the Snake River between Sections 25 and 36, Township 3 North, Range 37 East of the Boise Meridian, Bonneville County, Idaho and running thence South 89°24'00" West, 1101.59 feet to the easterly right-of-way line of the County road; thence North 12°55'14" East along said right-of-way line, 108.60 feet; thence North 89°10'18" East, 1075.77 feet; thence South 0°49'42" East, 109.87 feet to the point of beginning.

ALSO EXCEPTING THEREFROM: an easement and right-of-way for an irrigation ditch upon and across the above described portion of the Northwest Quarter of the Northwest Quarter of said Section 36.

Tract 2:

That portion of Lot 5 and the W½ of the NW¼ of Section 36, Township 3 North, Range 37 East of the Boise Meridian, Bonneville County, Idaho, lying North and West of Railroad Right of way.

EXCEPTING THEREFROM the following described tract, to wit: Commencing at the Southwest Corner of said Section 36, thence North 0°09' East along the West line of said Section 36, a distance of 899.9 feet more or less to a point in a line parallel with and 100 feet distance Northwesterly from the center line of the Old Montana Main Line Track of the Union Pacific Railroad which point is the real point of beginning; thence North 14°08' East along said parallel line 2665.6 feet more or less to a point, thence North 89°26' West 644.3 feet to a point in the West line of said Section 36, thence South 0°09' West along the West line of said Section 36, 2590.9 feet more or less to the point of beginning.

Tract 3:

All that part of SW¼ NW¼, Lots 5 and 6, lying South and East of Railroad right of way and county road in Section 36, Township 3 North, Range 37 East of the Boise Meridian, Bonneville County, Idaho.

EXCEPTING THEREFROM: All that part lying South of the following described line, ^{NOT PLATTABLE} beginning at a point that is South 75°20' East 50.68 feet and North 14°40' East 1887.84 feet from the SW Corner of Section 36; thence South 76°35'35" East to the Snake River.

ALSO EXCEPTING THEREFROM: Beginning at a point that is South 89°45' West along the Section line 1306.54 feet and South 12°54' West 1303.57 feet from the North Quarter corner of Section 36, Township 3 North, Range 37 East of the Boise Meridian, Bonneville County, Idaho, running thence North 89°24'53" East 1032.67 feet; thence South 0°35'07" East 351.0 feet; thence South 89°24'53" West 1116.84 feet; thence North 12°54' East 360.95 feet to the point of beginning.

Tract 4:

Beginning at a point that is South 89°45' West along the Section line 1306.54 feet and South 12°54' West 1360.13 feet from the North Quarter corner of Section 36, Township 3 North, Range 37 East of the Boise Meridian, Bonneville County, Idaho, running thence North 89°24'53" East 1122.33 feet; thence North 0°35'07" West 105.0 feet; thence South 89°24'53" West 1097.15 feet; thence South 12°54' West 107.98 feet to the point of beginning.

ALSO: Beginning at a point that is South 89°45' West along the Section line 1306.54 feet and South 12°54' West 1303.57 feet from the North Quarter corner of Section 36, Township 3 North, Range 37 East of the Boise Meridian, Bonneville County, Idaho; running thence North 89°24'53" East 1032.67 feet; thence South 0°35'07" East 351.0 feet; thence South 89°24'53" West 1116.84 feet; thence North 12°54' East 360.95 to the point of beginning.

Tract 5:

The N½ of the NE¼ of Section 35, Township 3 North, Range 37 East of the Boise Meridian, Bonneville County, Idaho, lying East of Right of Way of Interstate Project No. I-15-3(3) 117.

AND: S½ NE¼ and the N½ SE¼ lying East of the Interstate Highway Project No. I-15-3(3) 117.

EXCEPTING THEREFROM: Beginning at a point that is North 0°43' West along the Section line 1324.5 feet from the Southeast corner of Section 35, Township 3 North, Range 37 East of the Boise Meridian, Bonneville County, Idaho, running thence West 821.55 feet; thence South 88°49'45" West 267.92 feet; thence North 26°11'03" East 588.26 feet; thence North 0°39'53" West 1316.29 feet; thence North 89°18'45" East 821.97 feet; thence South 0°43' East 1848.61 feet to the point of beginning.

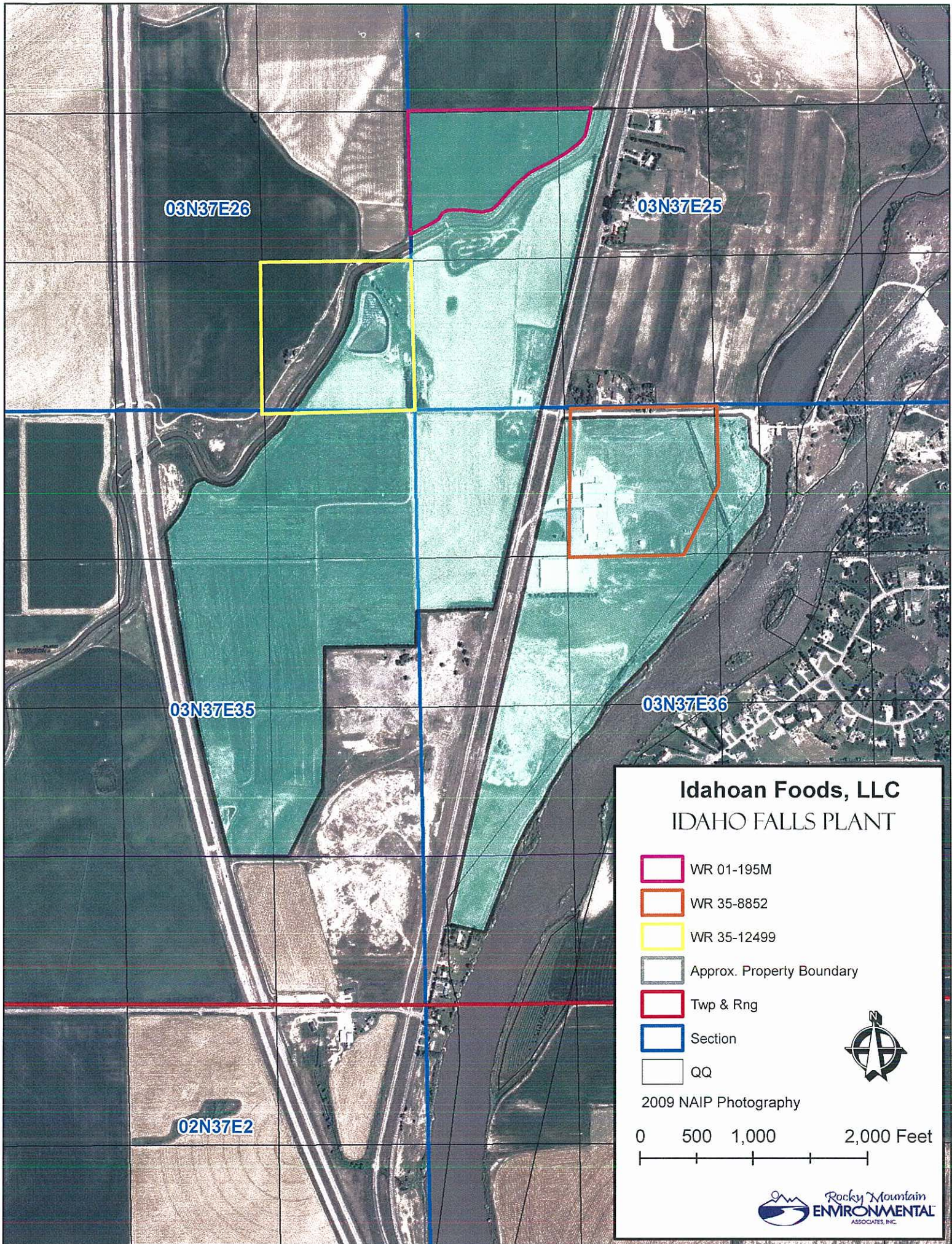
ALSO EXCEPTING THEREFROM: A permanent easement to the State of Idaho to go upon, occupy and use all that portion of the South 50.0 feet to the N½ SE¼ of Section 35, Township 3 North, Range 37 East of the Boise Meridian, Bonneville County, Idaho, lying between the Westerly line of the above described exception and the northeasterly right of way boundary of Interstate 15 for the purpose of construction thereon and thereafter keeping thereon an access road, together with the right and privilege of ingress and egress to and from said property for said purpose.

Tract 6:

That part of the SE¼ of the SE¼ of Section 26, Township 3 North, Range 37 East of the Boise Meridian, Bonneville County, Idaho, lying East of the Canal.

Tract 7:

That part of the SW¼ of Section 25, Township 3 North, Range 37 East of the Boise Meridian, Bonneville County, Idaho, lying West of the Railroad Right of Way.





APPLICATION FOR CERTIFICATE OF AUTHORITY FOR FOREIGN LIMITED LIABILITY COMPANY

(Instructions on back of application)

09 OCT 29 AM 8:39

SECRETARY OF STATE
STATE OF IDAHO

FILED EFFECTIVE

1. The name of the limited liability company is:

IDAHOAN FOODS, LLC

2. If the name of the limited liability company is not permissible or is not available in Idaho, the name the foreign limited liability company will use in Idaho is:

3. The jurisdiction under whose laws the limited liability company is formed is: DELAWARE

4. The name and complete street address of the registered agent in Idaho is:

CORPORATION SERVICE COMPANY 1401 SHORELINE DRIVE, SUITE 2 BOISE ID 83702

5. The street and mailing address of the limited liability company's principal office is:

529 NORTH 3500 EAST LEWISVILLE, IDAHO 83431

Street Address

P.O. BOX 130 LEWISVILLE, IDAHO 83431-0130

Mailing Address, if different

6. The street and mailing address of the limited liability company's office in the jurisdiction under whose laws it is organized is:

CORPORATION SERVICE COMPANY 2711 CENTERVILLE ROAD, SUITE 400
WILMINGTON, DE 19808

Street Address

Mailing Address, if different

7. The name and mailing address of at least one member or manager:

KERRY BUCK 529 N 3500 E P.O. BOX 130 LEWISVILLE ID 83431-0130

8. The mailing address for future correspondence:

WESLEY L. FREY 529 N 3500 E PO BOX 130 LEWISVILLE, ID 83431-0130

9. Signature of an authorized person:

Kerry Buck

Authorized Signature

KERRY BUCK, CFO

Typed Name

Secretary of State use only

g:\comp\form\llc\form\llc_auth_foreign_llc
Revised 07/2008

IDAHO SECRETARY OF STATE
10/29/2009 05:00
CK: 26521 CT: 216537 BN: 1193146
1 @ 100.00 = 100.00 REGFORLLC # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

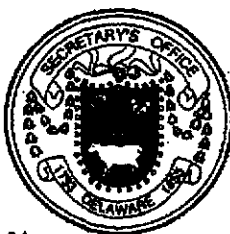
4087928

Delaware

PAGE 1

The First State

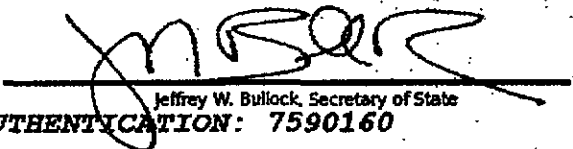
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "IDAHOAN FOODS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINETEENTH DAY OF OCTOBER, A.D. 2009.



4376064 8300

090941911

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7590160

DATE: 10-19-09

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "NORTH AMERICAN FOODS, LLC", CHANGING ITS NAME FROM "NORTH AMERICAN FOODS, LLC" TO "IDAHOAN FOODS, LLC", FILED IN THIS OFFICE ON THE NINTH DAY OF JULY, A.D. 2008, AT 10:52 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE SEVENTEENTH DAY OF JULY, A.D. 2008.

RECEIVED

AUG 06 2008

Department of Water resources
Eastern Region

4376064 8100

080767396

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6716729

DATE: 07-09-08



Idahoan Foods, LLC

P.O. Box 130 529 North 3500 East Lewisville, Idaho 83431

208.754.4686 800.635.6100 www.idahoan.com

August 5, 2008

OK
DC

Bobby Kern
Office Specialist II
State of Idaho, Department of Water Resources
900 N. Skyline Dr., suite A
Idaho Falls, Idaho 83402-1718

Water Resources Department

In regards to ownership of water rights, **31-7128 and 31-7489.**
Property - **T09, Rge 36E, B.M. Section 28**

North American Foods, LLC, has officially changed there name to "Idahoan Foods, LLC" as of the 9th day of July, 2008 at 10:52 AM Eastern time. This has been recorded in the State of Delaware by the Secretary of State. I have attached a copy of the Certification for your records. This is a change in name only, addresses, phone numbers and property remain the same.

Sincerely,

~Leo Herbert~

Environmental Manager



Idahoan Foods, LLC
208-754-8194
lherbert@idahoan.com

RECEIVED

AUG 06 2008

Department of Water Resources
Eastern Region

SUPPORT DATA

IN FILE # 31-7128

State of Delaware
Secretary of State
Division of Corporations
Delivered 10:52 AM 07/09/2008
FILED 10:52 AM 07/09/2008
SRV 080767396 - 4376064 FILE

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF FORMATION
OF
NORTH AMERICAN FOODS, LLC**

The undersigned, as Secretary of North American Foods, LLC, a Delaware limited liability company (the "Company"), in order to amend the Certificate of Formation of the Company filed with the Delaware Secretary of State on June 21, 2007, hereby executes this Certificate of Amendment pursuant to Section 18-202 of the Delaware Limited Liability Company Act:

1. The name of the Company is North American Foods, LLC.
2. The FIRST article of the Certificate of Formation of the Company is hereby amended to read as follows:

FIRST: The name of the limited liability company (hereinafter called the "limited liability company") is Idahoan Foods, LLC.

3. The Certificate of Amendment shall be effective as of July 17, 2008.

IN WITNESS WHEREOF, I have hereto set my hand this 7th day of July, 2008.



Paul J. Noah, Secretary

RECEIVED

AUG 06 2008

Department of Water Resources
Eastern Region

North American Foods™

WD 110 - 5M7

31-7128

31-7489

June 19, 2008

Dear, Water District

Effective July 17, we are changing our corporate name to *Idahoan Foods, LLC*. In the 11 months since we formed this company, we have made significant progress in bringing together the industry's top talent and continuing to deliver quality products consistently.

The reasons for changing our corporate name are many. The Idahoan® brand is widely recognized and trusted throughout the industry and has become synonymous with quality. As we capture the equity of this highly recognizable corporate name, our vision is to have our products served in every home and foodservice establishment, recognized for great flavor, consistency, and value. With this goal in mind, we are charting our course as we continue to make strides in innovation that builds the category and channels of distribution.

Any invoices and orders processed as of July 17, 2008, will be delivered under the name *Idahoan Foods, LLC*. If you currently process invoices or orders via EDI, please accept *Idahoan Foods, LLC* as a vendor. EDI communication codes will not change.

We look forward to continuing our relationship with you. We appreciate your efforts, as we work together to make this a smooth transition.

Sincerely,



Drew Facer
Vice President, Sales & Marketing
Idahoan Foods

RECEIVED

JUN 23 2008

Department of Water Resources
Eastern Region