

RECEIVED

FEB 01 2010

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

DEPARTMENT OF
WATER RESOURCES

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 division of the existing water right or adjudication claim record will be required.

Water Right No(s).	Adjudication Claim No(s).	Split	Water Right No(s).	Adjudication Claim No(s).	Split
<u>65-7007</u>	<u></u>	<u>N</u>	<u>65-8356</u>	<u></u>	<u>N</u>
<u>65-8209</u>	<u></u>	<u>N</u>	<u>65-8357</u>	<u></u>	<u>N</u>
<u>65-8260</u>	<u></u>	<u>N</u>	<u>65-10293</u>	<u></u>	<u>N</u>
<u>65-8296</u>	<u></u>	<u>N</u>	<u></u>	<u></u>	<u>N</u>

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

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

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 usually attached to your deed or on file with the county).

OR

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 **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) M Resorts LTD
McCall, ID 83638
4. New Owner/Claimant(s) Sabala Whitetail LLC
 Name Connector (Check one): ☐ and, ☐ or, ☐ and/or
- New Mailing Address 501 W. Lake St.
- City, State and ZIP Code McCall, ID 83638
- New Telephone Number 208-630-0250
5. Date you acquired the property August 18, 2008

SUPPORT DATA
 IN FILE # 65-7007

6. If the change in ownership affects the entire water right for each water right or adjudication claim number listed in item 1, THEN SKIP THIS ITEM AND GO TO ITEM 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 (one water right per box, you may copy this page as 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	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 of New Owner(s) or Claimant(s)
(include title if applicable)

[Signature]
Manager - Snake River Basin Adjudication UC

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 Office Use Only

Received by _____ Date _____ Fee \$175 - SR7
 Received by SR7 Date 2-1-2010 Receipt No. 089955
 Processed by _____ AJ Date _____ WR _____ Date _____

Instrument # 334433

VALLEY COUNTY, CASCADE, IDAHO

8-25-2008

03:42:41 No. of Pages: 16

Recorded for : AMERITITLE

ARCHIE N. BANBURY

Fee: 48.00

Ex-Officio Recorder Deputy

Index to: DEEDS

[Signature]

WARRANTY DEED

FOR VALUE RECEIVED, WHITETAIL, A CLUB FOR ALL SEASONS, LLC, an Idaho limited liability company, as Grantor, does hereby grant, convey and warrant unto SABALA WHITETAIL LLC, an Idaho limited liability company, whose address is 501 W. Lake Street, McCall, Idaho, 83638 as Grantee, the following described real property (the "Premises") situated in Valley County, Idaho and Adams County, Idaho, to-wit:

See **Exhibit A** attached hereto and incorporated herein by reference

Together with all water and water rights, and all and singular the tenements, hereditaments, and appurtenances thereunto belonging or in anywise appertaining, the reversion and reversions, remainder and remainders, rents, issues, and profits thereof; and all estate, right, title, and interest in and to the Premises, as well in law as in equity.

And also subject to easements, liens or encumbrances of record or visible on the property.

To have and to hold the said Premises, together with improvements and appurtenances unto the said Grantee, their heirs and assigns forever. And said Grantor does hereby covenant to and with said Grantee, that it is the owner in fee simple of said Premises; that the said Premises are free from all encumbrances except as noted above; and, that it will warrant and defend the same from all lawful claims whatsoever.

DATED this 18th day of August 2008.

WHITETAIL, A CLUB FOR ALL SEASONS, LLC,
an Idaho limited liability company

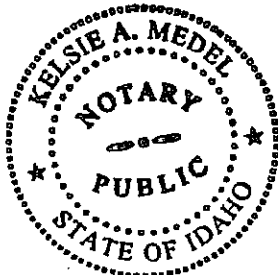
BY: WHITETAIL MANAGEMENT, INC.,
an Idaho corporation
MANAGER

BY: *[Signature]*
RICHARD V. GIBBONS, President

STATE OF IDAHO,)
) ss.
County of Valley)

On this 18th day of Aug., 2008, before me, Kelsie A. Medel a Notary Public in and for said State, personally appeared Richard V. Gibbons, known or identified to me to be the President of Whitetail Management, Inc., the Manager of Whitetail, A Club for All Seasons, LLC, the limited liability company that executed the instrument or the person who executed the instrument on behalf of said limited liability company, and acknowledged to me that such limited liability company 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
My Commission Expires: 8-1-13

Order No. 0013080

Exhibit A
Valley County

5. The land referred to in this Commitment is described as follows:

PARCEL A

All that certain lot, piece or parcel of land, situate in Valley County, Idaho and shown as Lots 2 and 33, Block 3, Lots 19, 20, 25, 27, 29, 34, 44, 45, 49, Block 4 Lots 82, 85, 100, 101, Block 5, Lots 60, 61, 62, 64, 65, 67, 68, 69, 70, 71, 78, 79, 87, 88, 89, 90, 94, 96, Block 6, Block 1, Block 2, the East portion of Lot 1, Block 3, the West portion of Lot 1, Block 3, Open Spaces and Common Area A, B, C, D, E, F, G, H, and I, Whitetail Planned Unit Development Phase 1 plat which is recorded in the office of the Recorder of Valley County, Idaho.

SAVE AND EXCEPT

A parcel of land lying in the NE $\frac{1}{4}$ of the SE $\frac{1}{4}$ of Section 7, Township 18 North Range 3 East Boise Meridian, Valley County, Idaho more particularly described as follows:

Commencing at the quarter corner common to Sections 7 and 8, Township 18 North Range 3 East Boise Meridian, from which the S 1/16 corner common to said Sections bears South 00°14'11" West 1321.91 feet; Thence along the northerly line of the NE $\frac{1}{4}$ of the SE $\frac{1}{4}$ of said Section 7,

- A) North 89°38'52" West 25.00 feet to the northeasterly corner of said parcel on the existing westerly right of way line of Boydstun Street and the Point of Beginning; Thence along said westerly line,
1) South 00°14'11" West 230.02 feet to the southeasterly corner of said parcel thence, along said southerly line;
2) North 89°40'21" West 15.66 feet; thence,
3) North 00°11'18" East 230.02 feet to a point on the above described northerly boundary of the NE $\frac{1}{4}$ SE $\frac{1}{4}$ of Section 7; Thence along said northerly line;
4) South 89°37'36" East 15.86 feet to the Point of Beginning.

AND FURTHER SAVE AND EXCEPT

A parcel of land lying in the NE $\frac{1}{4}$ of the SE $\frac{1}{4}$ of Section 7, Township 18 North Range 3 East Boise Meridian, Valley County, Idaho more particularly described as follows:

Commencing at the quarter corner common to Sections 7 and 8, Township 18 North, Range 3 East Boise Meridian from which the S 1/16 corner common to said Section 7 & 8 bears South 00°14'11" West 1321.91 feet; thence along the east line of the said NE $\frac{1}{4}$ of the SE $\frac{1}{4}$
A) South 00°14'11" West 575.02 feet; Thence leaving said East line,

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B) North 89°40'04" West 25.00 feet to the northeasterly corner of said parcel on the existing westerly right-of-way of Boydston Street and the Point of Beginning; thence along said Westerly line,
1) South 00°14'11" West 746.94 feet to a point on the southerly line of the NE¼ of the SE¼ of Section 7; Thence along said southerly line,
2) North 89°48'40" West 14.75 feet; thence
3) North 00°11'18" East 746.98 feet to the north line of said parcel; thence along said north line,
4) South 89°40'04" East 15.38 feet to the Point of Beginning.

AND FURTHER SAVE AND EXCEPT

A parcel of land lying in the SE¼ of the NE¼ of Section 7, Township 18 North Range 3 East Boise Meridian, Valley County, Idaho more particularly described as follows:

Beginning at the quarter corner common to Sections 7 and 8, Township 18 North Range 3 East Boise Meridian from which the S 1/16 corner common to said Sections, bears South 00°14'11" West 1321.91 feet; Thence along the south line of said SE¼ of the NE¼ of Section 7

1) North 89°37'36" West 40.86 feet; thence
2) North 00°11'18" East 149.67 feet to the beginning of a tangent curve; thence,
3) Northeasterly along said curve to the right having a radius of 1000.07 feet, an arc length of 257.04 feet, through a central angle of 14°43'34" and a chord bearing and distance of North 07°33'07" East 256.33 feet to the existing southerly right-of-way line of State Highway 55 Thence along said southerly right-of-way line, non-tangent from said curve,
4) South 73°29'40" East 8.63 feet to a point on section line common to said Sections 7 and 8; thence along said section line,
5) South 00°13'40" West 401.60 feet to the Point of Beginning.

AND FURTHER SAVE AND EXCEPT

A parcel of land lying in the NE¼ of the SE¼ of Section 7 Township 18 North Range 3 East Boise Meridian, Valley County, Idaho more particularly described as follows:

Commencing at the quarter corner common to Sections 7 and 8, Township 18 North Range 3 East Boise Meridian, from which the S 1/16 corner common to said Sections, bears S 00°14'11" West 1321.91 feet; thence along the east line of Section 7

A) South 00°14'11" West 230.00 feet; thence

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B) North 89°40'21" West 25.00 feet to the northeasterly corner of said parcel on the existing westerly right-of-way lien of Boydstun Street and the Point of Beginning; Thence along said westerly line
1) South 00°14'11" West 345.02 feet to appoint on the southerly line of said parcel; thence along said southerly line,
2) North 89°40'04" West 15.38 feet; thence,
3) North 00°11'18" East 345.02 feet to a point on the northerly line thereof; thence along said northerly line,
4j) South 89°40'21" East 15.66 feet to the Point of Beginning.

PARCEL B

All that certain lot, piece or parcel of land, situate in Valley County, Idaho and shown as Lots 11, 12, 13, 14, 15, 16, 17, 18, 19, Block 8, Lots 3, 4, 5, 6, 8, 10, Block 9, Lots 1, 20, 21, 22, 23, 24, 25, 26, 27, 28, 109, 110, 111, 112, 113, 114, 115, 116, 117, 118, 119, 120, 121, 122, 123, 124, 125, 126, 127, 128, 129, 130, Block 10, Lots 29, 30, 31, 32, 33, 34, 35, 36, 37, 38, 39, 40, 41, 42, 43, 44, 45, 46, 47, 48, 49, 50, 51, 52, 53, 54, 55, 56, 57, 58, 59, 60, 61, 63, 64, 65, 66, 67, 68, 69, 70, 71, Block 11, Lots 72*, 74A*, 78A*, (*Exact Legal Required) 79, 80, 81, 84, 85, 86, Block 12, Lots 87, 88, 89, 90, 91, 92, 93, 94, 95, 96, 97, 98, 108, Block 13, Lots 99, 100, 101, 102, 103, 104, 105, 106, Block 14, Pump Lot block 12, Tank Lot Block 12 and Open Space A ,Whitetail Planned Unit Development Phase 2 a plat which is recorded in the office of the Recorder of Valley County, Idaho.

PARCEL C

The W ½ of Section 13, Township 18 North Range 2 East Boise Meridian, Valley County, Idaho lying southerly and easterly of the Valley County line.

SAVE AND EXCEPT

The S ½ of the SW ¼ of Section 13, Township 18 North Range 2 East Boise Meridian, Valley County, Idaho.

ALSO SAVE AND EXCEPT

Whitetail Planned Unit Development Phase 2 which plat is recorded in the Office of the Recorder of Valley County, Idaho.

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PARCEL D

Condominium Units number 101 - 109, 111, 112, 201 - 212 as shown on the condominium plat for River's Edge Condominiums appearing in the records of Valley County, Idaho as Instrument No. 105919 and as defined and described in that condominium declaration of River's Edge Condominiums recorded in the records of Valley County, Idaho as Instrument No. 105917.

PARCEL E

A parcel of land, a portion of Shellworth Park Subdivision, and a portion of Government Lots 2 and 3, Section 8, T. 18N., R. 3 E., B.M., more particularly described as:

COMMENCING at the west $\frac{1}{4}$ corner of said Section 8 from which the southwest corner of said Section 8 lies S. $0^{\circ} 15' 13''$ W., 2644.13 feet; thence,

A.) N. $78^{\circ} 06' 11''$ E., 1105.28 feet to a point on the northerly Right-of-Way for Highway 55, also known as West Lake Street, and on the easterly Right-of-Way for Warren Wagon Road, the POINT OF BEGINNING; thence, along said Right-of-Way for Warren Wagon Road,

- 1.) N. $13^{\circ} 38' 29''$ W., 190.75 feet; thence, departing said Right-of-Way,
- 2.) N. $83^{\circ} 47' 35''$ E., 34.62 feet; thence,
- 3.) S. $39^{\circ} 55' 54''$ E., 37.22 feet; thence
- 4.) S. $63^{\circ} 00' 11''$ E., 149.49 feet; thence,
- 5.) N. $74^{\circ} 33' 55''$ E., 46.80 feet; thence
- 6.) S. $15^{\circ} 26' 05''$ E., 16.98 feet; thence
- 7.) N. $74^{\circ} 33' 55''$ E., 119.30 feet; thence,
- 8.) N. $15^{\circ} 26' 05''$ W., 59.07 feet; thence,
- 9.) S. $75^{\circ} 07' 52''$ W., 25.60 feet; thence,
- 10.) N. $14^{\circ} 49' 59''$ W., 18.61 feet; thence,
- 11.) N. $75^{\circ} 16' 17''$ E., 28.11 feet; thence,
- 12.) N. $6^{\circ} 56' 05''$ W., 33.92 feet; thence,
- 13.) N. $73^{\circ} 33' 55''$ E., 59.52 feet; thence,
- 14.) N. $16^{\circ} 07' 01''$ W., 22.96 feet; thence,
- 15.) N. $58^{\circ} 20' 55''$ E., 26.25 feet; thence,
- 16.) N. $84^{\circ} 42' 00''$ E., 21.16 feet; thence,
- 17.) N. $1^{\circ} 50' 43''$ W., 8.00 feet; thence,
- 18.) S. $88^{\circ} 01' 50''$ E., 10.26 feet to a point on the mean high water line for Payette Lake; thence along said high water line,
- 19.) S. $5^{\circ} 38' 55''$ E., 25.26 feet; thence,

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- 20.) S. 10° 46' 25" E., 28.74 feet; thence,
- 21.) S. 28° 08' 05" E., 42.71 feet; thence,
- 22.) S. 13° 16' 58" E., 28.57 feet; thence,
- 23.) S. 29° 57' 51" E., 28.39 feet; thence,
- 24.) S. 49° 18' 01" E., 136.75 feet to a point on a non-tangent curve; thence,
- 25.) Southeasterly along said curve to the right having a radius of 50.00 feet, an arc length of 45.10 feet, through a central angle of 51° 40' 36", and a chord bearing and distance of S. 68° 32' 44" E., 43.58 feet; thence, tangent from said curve,
- 26.) S. 42° 42' 26" E., 132.35 feet; thence,
- 27.) S. 46° 47' 11" E., 116.48 feet; thence,
- 28.) S. 57° 40' 10" E., 30.58 feet; thence,
- 29.) N. 80° 56' 36" E., 15.40 feet; thence,
- 30.) S. 78° 28' 00" E., 26.30 feet; thence,
- 31.) S. 44° 29' 49" E., 33.26 feet; thence,
- 32.) S. 35° 23' 01" E., 25.21 feet; thence,
- 33.) S. 19° 57' 02" W., 54.44 feet; thence,
- 34.) S. 4° 53' 49" E., 24.26 feet to a point on the north Right-of-Way line for State Highway 55, as known as West Lake Street; thence, departing said high water line, along said Right-of-Way,
- 35.) N. 73° 29' 50" W., 496.23 feet; to the beginning of a tangent curve, thence,
- 36.) Northwesterly along said curve to the right having a radius of 666.30 feet, an arc length of 163.67 feet, through a central angle of 14° 04' 27", and a chord bearing and distance of N. 66° 27' 37" W., 163.26 feet; thence,
- 37.) N. 73° 29' 50" W., 233.16 feet to the POINT OF BEGINNING.

SAVE AND EXCEPT

A tract of land in Section 8, Township 18 North, Range 3 East, Boise Meridian, Valley County, Idaho being a portion of Lot 8, Shellworth Park more particularly described as follows:

Commencing at a brass cap monument marking the $\frac{1}{4}$ corner common to Sections 7 and 8 from which a brass cap monument marking the section corner common to Sections 7, 8, 17, and 18, Township 18 North Range 3 East, Boise Meridian Valley County, Idaho, bears South 0°02' West 2644.26 feet; thence North 89°48'17" East 937.00 feet to a $\frac{1}{2}$ " steel pin; Thence North 89°48'17" East 847.04 feet to a point on the southerly boundary line of Lot 8, Shellworth Park according to the official plat thereof on file in the Valley County Recorder's Office, Cascade, Idaho; Thence South 73°44' East along said southerly boundary line 56.67 feet to the real point of

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beginning; thence South 73°44' East along said southerly boundary line 97.29 feet to a point; thence North 51°25' West along the northerly boundary line of said Lot 8, 70.72 feet to a point; Thence North 48°06' West along said northerly boundary line 19.67 feet to a point; Thence South 38°03' West 38.08 feet to the Real Point of Beginning. Aka Tax No. 187

SAVE AND EXCEPT

A tract of land in Section 8, Township 18 North Range 3 East Boise Meridian, Valley County, Idaho being a portion of Lot 8, Shellworth Park more particularly described as follows:

Commencing at a brass cap monument marking the $\frac{1}{4}$ corner common to Sections 7 and 8 from which a brass cap monument marking the section corner common to Sections 7, 8, 17 and 18, Township 18 North Range 3 East, Boise Meridian, Valley County, Idaho bears South 0°02' West 2644.26 feet; Thence North 89°48'17" East 937.00 feet to a $\frac{1}{2}$ " steel pin thence North 89°48'17" East 847.07 feet to a point on the southerly boundary line of Lot 8, Shellworth Park according to the official plat thereof on file in the Valley County, Records Office, Cascade, Idaho; Thence South 73°44' East along said southerly boundary line, 153.96 feet to a point; Thence North 51°25' West along the northerly boundary line of said Lot 8, 42.53 feet to the Real Point of Beginning; Thence North 51°25' West along northerly boundary line of said Lot 8, 28.19 feet to a point; Thence North 48°06' West along said northerly boundary line 19.67 feet to a point; Thence North 38°03' East 42.07 feet to a point; Thence South 25°35' East 53.37 feet to a point; thence South 38°03' West 195.95 feet to the Real Point of Beginning.

PARCEL F

A parcel of land situated in Government Lots 2 and 3, Section 8, Township 18 North Range 3 East Boise Meridian, City of McCall, Valley County, Idaho more particularly described as follows:

Commencing at the North 1/16 corner common to Sections 7 and 8, Township 18 North Range 3 East Boise Meridian, City of McCall, Valley County, Idaho; Thence South 0°12'57" West 435.72 feet along the line common to said Sections 7 and 8; Thence North 89°58'47" East 593.40 feet to the easterly right of way of Herrick Street, a $\frac{1}{2}$ inch rebar, the Real Point of Beginning. Thence continuing North 89°58'47" East 226.77 feet to the westerly right of way of Warren Wagon Road, a $\frac{1}{2}$ inch rebar, Thence along said westerly right of way; South 24°06'56" East 108.04 feet to a $\frac{1}{2}$ inch rebar; South 13°42'28" East 207.92 feet to a $\frac{1}{2}$ inch rebar; South 89°58'47" West

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25.61 feet to a ½ inch rebar; South 13°42'28" East 334.04 feet to the northerly right of way of State Highway No. 55, a ½ inch rebar, North 73°33'42" West 248.77 feet along said northerly right of way to the easterly right of way of Herrick Street, a ½ inch rebar; Thence North 11°28'00" West 420.71 feet along said easterly right of way to a ½ inch rebar; Thence North 19°53'00" West 151.37 feet to the Point of Beginning.

Bearings based on State Plane Grid Azimuth

AND

A parcel of land situated in Government Lots 2 and 3, Section 8, Township 18 North Range 3 East Boise Meridian, City of McCall, Valley County, Idaho more particularly described as follows:

Commencing at the North 1/16 corner common to Sections 7 and 8, Township 18 North Range 3 East Boise Meridian, City of McCall Valley County, Idaho; thence South 0°12'57" West 387.17 feet along the line common to said Sections 7 and 8 a ½ inch rebar, the Real Point of Beginning; Thence North 89°58'47" East 528.06 feet to the Westerly right of way of Herrick Street, a 5/8 inch rebar with an aluminum cap; Thence along said Westerly right-of-way; South 31°34'44" East 23.56 feet to a ½ inch rebar; South 19°53'00" East 193.14 feet to a ½ inch rebar; South 11°28'00" East 396.59 feet to the northerly right of way of State Highway 55, a ½ inch rebar; Thence North 73°33'42" West 715.63 feet along said northerly right of way to the line common to said Section 7 and 8, a ½ inch rebar; Thence North 0°12'57" East 387.67 feet to the Point of Beginning.

Bearings based on State Plane Grid Azimuth

AND SAVE AND EXCEPT

A parcel of land located in the NW ¼ of Section 8, Township 18 North Range 3 East Boise Meridian, Valley County, Idaho more particularly described as follows:

Commencing at the N 1/16 corner common to Sections 7 and 8, Township 18 North Range 3 East Boise Meridian; Thence along the West line of said Section 8;

A) South 0°14'17" West 387.17 feet to a point; Thence departing said Section line

B) South 89°59'53" East 528.06 feet to the Point of Beginning. Thence

1.) South 31°33'24" East 23.56 feet to a point; Thence

2.) South 19°51'40" East 93.34 feet to a point; Thence

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- 3.) 209.46 feet along anon-tangent curve to the right having a radius of 60.00 feet, a delta angle of $200^{\circ}01'04''$ and a chord bearing a distance of North $35^{\circ}00'28''$ West 118.17 feet, thence
4.) North $65^{\circ}00'04''$ East 26.21 feet to the Point of Beginning.

AND

All that portion of the following described parcel of land known as the Herrick Street right of way:

A tract of land in Lot 2, Section 8, Township 18 North, Range 3 East Boise Meridian Valley County Idaho more particularly described as follows;

Beginning at an iron pin on the west boundary line of said Section 8, North $0^{\circ}05'$ West 594.3 feet from the quarter corner common to Section 7 and 8, Township 18 North Range 3 East Boise Meridian, Thence North $89^{\circ}41'$ East 888.5 feet to an iron pin on the West side of the Highway from McCall to Warren; Thence South $13^{\circ}57'$ East along the West side of said Highway 40 feet to a concrete monument; Thence following a curve with a radius of 766.8 feet along the west side of said McCall-Warren Highway a distance of 364.9 feet to an intersection with the north boundary line of the McCall, New Meadows Highway right of way, an iron pine; Thence North $73^{\circ}44'$ West along the north boundary line of said highway right of way a distance of 1104.4 feet to the intersection with the West boundary line of said Section 8, Township and Range as above at which point an iron pin; Thence North $0^{\circ}05'$ West a distance of 47 feet to the iron pin at the point of beginning.

TOGETHER WITH

A parcel of land located in the NW $\frac{1}{4}$ of Section 8, Township 18 North Range 3 East Boise Meridian, Valley County, City of McCall, Idaho more particularly described as follows:

Commencing at the N $\frac{1}{16}$ corner common to Sections 7 and 8 Township 18 North Range 3 East, Boise Meridian, Thence along the west line of said Section 8;

- A) South $0^{\circ}14'17''$ West 387.17 feet to a point; Thence departing said section line
B) South $89^{\circ}59'53''$ East 528.06 feet to a point; Thence
C) South $31^{\circ}33'24''$ East 23.56 feet to a point; Thence
D) South $19^{\circ}51'50''$ East 93.34 feet to the Point of Beginning; Thence

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- 1.) 62.07 feet along a non-tangent curve to the left having a radius of 60.00 feet, a delta angle of 59°16'31" and a chord bearing and distance of North 15°20'44" East 59.34 feet; Thence
- 2.) North 70°08'20" East 5.77 feet to a point; thence
- 3.) South 19°51'40" East 151.37 feet to a point; thence
- 4.) South 11°25'18" East 420.92 feet to a point on the northerly right of way line for State Highway 55; thence along said right of way
- 5.) North 73°30'52" West 45.27 feet to a point; Thence departing said right of way;
- 6.) North 11°25'14" West 396.92 feet to a point; Thence
- 7.) North 19°51'40" West 99.80 feet to the Point of Beginning.

PARCEL G

A certain tract of land situated in SE ¼ NE ¼ Section 7 Township 18 North Range 3 East Boise Meridian Valley County, Idaho more particularly described as follows:

Beginning at a point on the East boundary line of said subdivision 187 feet South of the Northeast corner of said subdivision, the true Point of Beginning; thence South on the same line 387.7 feet; Thence Westerly parallel to the North boundary line of State Highway #15 a distance of 395 feet; Thence North and parallel to the East boundary line of said subdivision, a distance of 210 feet; Thence West and parallel to the North boundary line of said subdivision a distance of 175 feet; thence North and parallel to the East boundary line of said subdivision a distance of 150 feet; Thence West and parallel to the North boundary line of said subdivision, a distance of 150 feet to the East boundary line of the County Road known as Billy Boydston Lane; Thence North along said road right of way a distance of 47.5 feet; Thence East and parallel to the North boundary line of said subdivision a distance of 446.4 feet; Thence South at right angle a distance of 150 feet; Thence East 250 feet to the point of beginning.

AND

A certain tract of land situated in the SE ¼ NE ¼ of said Section 7 Township 18 North Range 3 East Boise Meridian Valley County, Idaho more particularly described as follows: Starting at a point where the East boundary of said Section intersects the North boundary line of State Highway 55; formerly State Highway 15; thence Westerly along said North boundary line of said Highway 55 a distance of 395 feet; Thence North 0°05' West a distance of 150 feet; Thence Westerly and parallel to said North boundary line of

Order No. 0013080

said Highway 55 a distance of 92.5 feet more or less to the Real Point of Beginning; Thence Westerly and parallel to said North boundary line of said Highway 55 a distance of 92.5 feet; thence North and parallel to the East boundary line of said Section a distance of 185 feet; Thence East at a right angle a distance of 87.5 feet; Thence South back to the real point of beginning.

AND

A certain tract of land situated in the SE $\frac{1}{4}$ NE $\frac{1}{4}$ of Section 7, Township 18 North Range 3 East Boise Meridian Valley County Idaho more particularly described as follows:

Starting at a point where the East boundary of said Section intersects the North boundary line of State Highway (formerly State Highway 15); Thence Westerly along said North boundary line of said Highway 55, a distance of 395 feet; thence North $0^{\circ}05'$ West a distance of 150 feet to the Real Point of Beginning. Thence North and parallel to the East boundary line of said Section a distance of 260 feet; Thence West a distance of 87.5 feet, Thence South and parallel to the East boundary line of said Section to a point which is 92.5 feet Westerly of the place of beginning; Thence Easterly a distance of 92.5 feet to the Real Point of Beginning.

AND

A parcel of land in the SE $\frac{1}{4}$ NE $\frac{1}{4}$ of Section 7, Township 18 North Range 3 East Boise Meridian, Valley County, Idaho more particularly described as follows:

Starting at concrete monument marking the North boundary line of State Highway 15 within the SE $\frac{1}{4}$ NE $\frac{1}{4}$ of Section 7, Township 18 North Range 3 East Boise Meridian, Valley County, Idaho (said monument being 195 feet West of the intersection of said Highway and the East boundary line of said SE $\frac{1}{4}$ NE $\frac{1}{4}$ of Section 7) Thence Westerly along the North boundary line of said Highway No. 15 a distance of 200 feet to the point of beginning, thence North and parallel to the East boundary of said SE $\frac{1}{4}$ NE $\frac{1}{4}$ of Section 7, a distance of 150 feet; Thence Westerly and parallel to the North boundary line of said State Highway 15 a distance of 175 feet; Thence South and parallel to the East boundary line of said SE $\frac{1}{4}$ NE $\frac{1}{4}$ of Section 7, a distance of 150 feet to the North boundary line of State Highway No. 15 Thence Easterly along the North boundary

Order No. 0013080

line of said State Highway No. 15 aka State Highway 55 to the point of beginning.

PARCEL H

All that certain lot, piece or parcel of land, situate in Valley County, Idaho and shown as the westerly 15 feet of Lot 3 and all of Lots 4, 5, 6, 7, 8, 9, Block 2, Lots 4 and 5, Block 7 and that portion of Lot 2, Block 1 lying south of State Highway 55 Townsite of Lardo according to the official plat thereof, on file and of record in the office of the Recorder of Valley County, Idaho.

AND

A parcel of land situated in Valley County, Idaho more particularly described as follows:

Beginning at a point which is the SE corner of Block 2, Lardo Townsite, said point being the SE corner of Lot 1, Block 2 Lardo Townsite; Thence South $89^{\circ}59'58''$ West a distance of 60 feet to a point; Thence North $00^{\circ}08'56''$ East a distance of 44.92 feet to a point; Thence North $89^{\circ}59'58''$ East a distance of 60.00 feet to a point; Thence South $00^{\circ}08'56''$ West a distance of 44.92 feet to the Point of Beginning.

AND

That part of Lot 1, Block 1 of the Townsite of Lardo, described as follows: Starting at the NW corner of Lot 3, Block 1 of said Subdivision; Thence East along and parallel with the North boundary of said Lot 3 a distance of 140 feet to the Real Point of Beginning.

Thence East in the same course to the West bank of the Payette River; Thence in a Northerly direction along the said river to the South boundary of State Highway 55; Thence Northwesterly along said highway to a point 65 feet from the East boundary of Lot 2, Block 1 of said Subdivision; Thence South and parallel with the East line of said Lot 2, to the Point of Beginning; and

Beginning 50 feet East of the NE corner of Lot 3, Block 1 of said Townsite of Lardo, and on a line with the North boundary of said Lot 3, the True Point of Beginning. Thence South 100 feet to a point 50 feet East of the SE corner of said Lot 3; Thence East 45 feet; Thence NE parallel to the Payette River a distance of 40 feet; Thence East 14 feet to the West shore of said River; Thence

Order No. 0013080

Northerly along said River to a point in line with the North boundary of Lot 3; Thence West to the Point of Beginning.

AND

A part of Lot 1 and 3, Block 1 Townsite of Lardo, according to the official plat thereof, on file and of record in the office of the Recorder of Valley County, Idaho more particularly described as follows:

Beginning at the NW corner of said Lot 3, Block 1;
Thence South along the West boundary 100 feet;
Thence East parallel to the North boundary of Lot 3, 125 feet;
Thence North parallel to the West boundary of Lot 3, 100 feet to a point;
Thence East 15 feet to a point
Thence North parallel to the West boundary of Lot 3 to the South boundary of State Highway 55;
Thence Westerly along said Highway to the East boundary of Lot 2, said Block 1; Thence South to the NE corner of aforesaid Lot 3;
Thence West to the Point of Beginning.

PARCEL I

WEST SHORE MALL:

Condominium Unit Nos. A thru F as shown on the condominium plat for West Shore Mall, appearing in the records of Valley County, Idaho as Instrument No. 166281 and as defined and described in that Condominium Declaration for West Shore Mall recorded in the records of Valley County, Idaho as Instrument No. 162809.

PARCEL J

The E $\frac{1}{2}$ E $\frac{1}{2}$ SW $\frac{1}{4}$ SE $\frac{1}{4}$ Section 7, Township 18 North Range 3 East Boise Meridian Valley County, Idaho.

PARCEL K

A parcel of land situate in the SE $\frac{1}{4}$ of the SE $\frac{1}{4}$ of Section 7, Township 18 North Range 3 East Boise Meridian City of McCall, Idaho more particularly described as follows:

Commencing at a brass cap marking the south east corner of Section 7, Township 18 North Range 3 East Boise Meridian, City of McCall Valley County Idaho; Thence North 89°47'44" West 1,323.34 feet along the south boundary of said Section 7 to a 5/8 inch rebar marking the East 1/16 corner on the south boundary of said Section

Order No. 0013080

7; thence North 00°16'00" East 858.85 feet along the west boundary of said SE ¼ SE ¼ Section 7 to a ½ inch rebar, the Real Point of Beginning.

Thence continuing North 00°16'00" East 464.55 feet to a 5/8 inch rebar marking the South East 1/16 corner of said Section 7; Thence South 89°44'19" East 906.61 feet along the north boundary of said SE ¼ SE ¼ Section 7 to a 5/8 inch rebar; Thence South 00°13'05" West 581.86 feet to a ½ inch rebar on the north right of way of a county road; Thence 96.76 feet along a non-tangent curve to the left, whose long chord bears South 51°15'01" West 96.46 feet whose radius is 355.00 feet and delta angle is 15°37'02" along said westerly right of way to a ½ inch rebar; Thence North 00°13'05" East 177.95 feet to a ½ inch rebar; Thence North 89°44'00" West 832.00 feet to the Point of Beginning.

Adams County

EXHIBIT A

PARCEL I

Lots 1 through 8, and Lots 10 through 15, Block 1, and Lots 1 through 20, Block 2, and all common areas, roads and easements, all in King's Pines Estates IV, according to the official plat thereof on file in the office of the Adams County Recorder, Adams County, Idaho, recorded February 22, 2005 in Book 3 of Plats, page 9, as Instrument No. 108247.

AND

Township 18 North, Range 2 East, Boise Meridian, Adams County, Idaho. Sections 11, 12 and 13: All that portion of Section 11, 12 and 13 lying within Adams County, and lying East of the right of way of that certain Boise Cascade Road known as Rock Flat Road more particularly described as follows:

Starting at the Section corner common to Sections 1, 2, 11 and 12, T. 18 N., R. 2 E., B.M.;

Thence N 90° W a distance of 1565.50 feet to a point;

Thence S 18° E a distance of 94.7 feet to a point;

Thence S 31° E a distance of 223.1 feet to a point;

Thence S 35° E a distance of 360.6 feet to a point;

Thence S 39° E a distance of 246.3 feet to a point;

Thence S 47° E a distance of 296.7 feet to a point;

Thence S 38° E a distance of 249.5 feet to a point;

Thence S 38° E a distance of 263.6 feet to a point;

Thence S 33° E a distance of 112.0 feet to a point;

Thence S 24° E a distance of 401.8 feet to a point;

Thence S 23° E a distance of 542.0 feet to a point;

Thence S 23° E a distance of 684.8 feet to a point;

Thence S 22° E a distance of 240.8 feet to a point;

Thence S 23° E a distance of 374.1 feet to a point;

Thence S 24° E a distance of 175.4 feet to a point;

Thence S 15° E a distance of 295.9 feet to a point;

Thence S 01° E a distance of 138.0 feet to a point;

Thence S 07° W a distance of 288.5 feet to a point;

Thence S 18° E a distance of 383.4 feet to a point;

Thence S 03° E a distance of 147.3 feet to a point;

Thence S 06° W a distance of 103.4 feet to a point;

Thence S 09° E a distance of 177.9 feet to a point;

Thence S 10° W a distance of 152.0 feet to a point;

Thence S 12° W a distance of 372.9 feet to a point;

Thence S 06° W a distance of 120.4 feet to a point;

Thence S 15° W a distance of 101.1 feet to a point;

Thence S 31° W a distance of 160.6 feet to a point;

Thence S 07° E a distance of 196.7 feet to a point;

Thence S 03° W a distance of 199.5 feet to a point;

Thence S 13° E a distance of 204.7 feet to a point;

Thence S 07° E a distance of 123.5 feet to a point ending at the Adams/Valley County line.

CONTINUED

File No.: 0050090

2452BICG ALTA Plain Language Commitment (6/17/06) - Schedule B II

stewart
title guaranty company

Adams County

EXHIBIT A CONTINUED

EXCEPTING THEREFROM THE FOLLOWING PARCEL OF LAND:

Township 18 North, Range 2 East, Boise Meridian, Adams County, Idaho.

Section 12: a parcel of land situated in the W1/2 more particularly described as follows:

Commencing at the Northwest corner of said Section 12 as described in Corner Perpetuation and Filing Record 95495, records of said County;

Thence North 89° 39' 25" East on the North line of said Section a distance of 819.30 feet;

Thence South 00° 20' 35" East a distance of 2361.26 feet to the Real Point of Beginning;

Thence South 13° 36' 27" East a distance of 700.00 feet perpendicular to the center phase of the Oxbow-McCall 138kv electric power transmission line to a point 50 feet Southeasterly from said center phase;

Thence South 76° 23' 33" West parallel with said center phase a distance of 320.00 feet;

Thence North 58° 36' 27" West a distance of 141.42 feet to a point 50 feet Northwesterly from said center phase;

Thence North 13° 36' 27" West a distance of 600.00 feet;

Thence North 76° 23' 33" East a distance of 420.00 feet to the point of beginning.

PARCEL II

A parcel of land lying in the West Half of Section 12, Township 18 North, Range 2 East, Boise Meridian, Adams County, Idaho, being more particularly described as follows:

Commencing at the section corner common to Sections 1, 2, 11 and 12, T. 18 N., R. 2 E., B.M., being an aluminum monument (CP & F Instrument #152308);

Thence N. 89°39'32" E. on the section line between Sections 1 and 12 a distance of 819.30 feet to a point;

Thence S. 0°20'28" E. a distance of 2361.26 feet to the northeast corner of the Idaho Power Substation, being a 5/8-inch rebar (as shown on ROS's Inst #105762 and Inst #114799 and Inst #114800);

Thence S. 13°41'09" E. a distance of 701.13 feet to a 5/8-inch rebar being on the southerly right of way of a 100.00 foot wide Idaho Power easement;

Thence S. 76°18'51" W. on said right of way a distance of 285.21 feet to a 5/8-inch rebar being on the easterly right of way of a proposed county road as shown on the Preliminary Plat of Whitetail Resorts Subdivision Phase III, said right of way being 70.00 feet wide, and the True Point of Beginning;

Thence N. 06°54'39" W. on said road right of way a distance of 127.88 feet to a 5/8-inch rebar being the PT;

Thence on a curve to the left, which curve has a radius of 1021.52 feet, a length of 111.42 feet, a central angle of 6°14'57", and a long chord bears N 10°02'08" W. a distance of 111.36 feet to a 5/8-inch rebar being the PC;

Thence N. 13°09'36" W. on said right of way a distance of 90.73 feet to a 5/8-inch rebar being on the PT;

Thence on a curve to the right, which curve has a radius of 3626.08 feet, a length of 85.99 feet, a central angle of 1°21'31", and a long chord bears N. 12°28'51" W. a distance of 85.99 feet to a 5/8-inch rebar being on the PC;

Thence N. 11°48'05" W. on said right of way a distance of 64.53 feet to a 5/8-inch rebar being on the PT;

Thence on a curve to the left, which curve has a radius of 1003.45 feet, a length of 142.38 feet, a central angle of 8°07'47" and a long chord bears N. 15°51'59" W. a distance of 142.26 feet to a 5/8-inch rebar being the PC;

Thence N. 19°55'52" W. on said right of way a distance of 80.15 feet to a 5/8-inch rebar;

Thence N. 76°18'51" E. a distance of 147.60 feet to a 5/8-inch rebar being the northwest corner of Idaho Power Substation reference said ROS;

Thence S. 13°41'09" E. a distance of 601.13 feet to a 5/8-inch rebar being the southwesterly corner of Idaho Power Substation reference said ROS;

Thence S. 58°41'09" E. a distance of 141.42 feet to a 5/8-inch rebar being the southerly corner of Idaho Power Substation reference said ROS;

Thence N. 76°18'51" E. a distance of 34.79 feet to the Point of Beginning.

Instrument # 334434

VALLEY COUNTY, CASCADE, IDAHO

8-25-2008 03:45:08 No. of Pages: 7

Recorded for : AMERITITLE

ARCHIE N. BANBURY

Ex-Officio Recorder Deputy

Index to: EASEMENT

Fee: 21.00

CART PATH EASEMENT

THIS CART PATH EASEMENT is entered into effective this 18 day of ^{Aug}~~July~~, 2008, by and between **M RESORTS, LTD.**, an Idaho limited partnership (hereinafter "Grantor"), and **SABALA WHITETAIL LLC** whose address is 501 W. Lake Street (Attn: John Sabala), (hereinafter "Grantee").

RECITALS

Grantee is the owner of certain real property which is located in Valley County, Idaho, and which is more particularly described in the attached **Exhibits "A"** (hereinafter "Grantee's property").

Grantor is the owner of certain real property which is located in Valley County, Idaho, and which is more particularly described in the attached **Exhibit "B"** (hereinafter "Grantor's property").

A golf cart path, (hereinafter "path") currently traverses Grantor's property. The path provides access for pedestrians and golf carts between Grantee's property and other real property owned by Grantee.

The parties hereto have reached agreement, the terms of which they desire to memorialize, whereby Grantor shall grant to Grantee a non-exclusive, permanent and perpetual easement to the path.

AGREEMENT

WHEREFORE, the parties do covenant, promise and agree as follows:

1. **GRANT OF EASEMENT:** Grantor hereby grants to Grantee a permanent, irrevocable, non-exclusive easement on and across the existing path for use by Grantee, together with Grantee's guests, invitees, successors, and assigns. The path is described on the attached **Exhibit "C"**.

2. **CONDITIONS OF EASEMENT:**

(a) This easement is non-exclusive easement, and the path may also be used by Grantor. As used in this Section 2, Grantor shall be deemed to mean the owner, occupants, guests, invitees, successors and assigns of Grantor's property.

(b) Grantor shall be entitled to use the path in any manner which does not unreasonably interfere with Grantee's use. In no event shall Grantor construct, place or cause any improvement or structure on the path.

(c) Grantee shall have no right to expand, realign or enlarge the path outside of its boundaries described on Exhibit C, without Grantor's prior written consent, which may be withheld for any reason.

(d) The path shall not be used by any vehicles, except for golf carts, maintenance vehicles, and vehicles used in the maintenance, repair or replacement of the path. The path is not for the use of the general public. The path is limited to the use by members, guests and invitees of the Whitetail Club or its successor, and the owners, occupants, guests and invitees of the lodge and resort.

(e) The rights granted herein to Grantee may not be assigned by Grantee except as an appurtenance to Grantee's property and so long as Grantee's property is being operated as a lodge and/or resort.

(f) Grantor shall have no responsibility for maintenance of the path, or liability for the condition thereof except to the extent any damage is caused by the negligence or willful misconduct of Grantor, which damage shall be the responsibility of Grantor to repair. Grantee shall maintain the path and the existing retaining walls which adjoin the path, in a condition comparable to its current condition. Grantee shall not obstruct Grantor's present access to the path.

(g) Grantee shall at its sole cost and expense, keep the path and retaining wall in good order and repair. Grantee shall be liable for and promptly repair all damage to the path and retaining wall from whatever cause, except to the extent such damage is caused by the negligence or willful misconduct of Grantor, which damage shall be the responsibility of Grantor to repair.

(h) Grantee hereby agrees to indemnify Grantor for and hold Grantor harmless from and against any and all obligations, losses, costs, expenses, damages, liabilities, or claims, including attorneys' fees, arising out of claims asserted by third parties which are related in any way to the use by Grantee, its guests, invitees, agents, contractors or employees, or the public of the path; provided, however, that the foregoing indemnification will not apply to any liability incurred by Grantor as a result of Grantor's negligence or willful misconduct.

(i) In the event Grantor is named as a party in any legal action as a result of the use of the path by Grantee, its guests, invitees, agents, contractors or employees, the public or any other persons or entity not Grantor, Grantee will undertake to defend against any such asserted liability and will pay all reasonable costs or expense related thereto, including, but not limited to, the cost and expense of independent counsel, if any, retained by Grantor and shall indemnify and hold Grantor harmless in the event of a settlement or adverse judgment against Grantor. Grantee will be obligated to indemnify Grantor for settlement costs only if settlements are approved by Grantee, which approval will not be unreasonably withheld and will be deemed given automatically in the event of a failure of Grantee to provide or pay for Grantor defense upon demand. Grantor agrees to notify Grantee promptly after receiving any threat of proceedings that would require Grantee to indemnify Grantor or the commencement of any proceedings which would require such indemnification.

(j) Grantee shall obtain and shall maintain in force for the term of this Agreement, general liability insurance coverage for use of the path in an amount not less than a minimum combined single limit of One Million Dollars (\$1,000,000) each occurrence, which insurance will cover liabilities arising out of the use of the path and insure the obligations to defend and indemnify Grantor as provided herein. Grantee will cause copies of each policy of insurance issued hereunder to be provided to Grantor and Grantor will be listed as a party to receive notice from the insurer in the event of a cancellation or material change in any such policy. In the event that Grantee is unable to maintain the required insurance coverage at any time, such inability will be deemed a default under this Agreement.

3. **COVENANT RUNNING WITH PROPERTIES:** The easement granted herein shall constitute a covenant appurtenant to, benefiting and running with Grantee's property and burdening and running with Grantor's property, as the same are described herein. The provisions of this Agreement shall bind and inure to the benefit of the heirs, assigns and successors-in-interest of the parties.

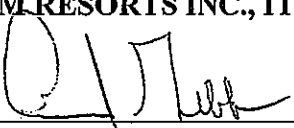
4. **ATTORNEYS FEES:** In the event that any dispute arises regarding the legal consequence, interpretation, application or enforcement of this Agreement, then the prevailing party in such dispute shall be entitled to recover his/her attorneys fees and costs incurred, including attorneys fees and costs incurred on appeal.

WHEREFORE, the parties have set their hands to this Agreement the date and year first above indicated.

GRANTOR:

M RESORTS, LTD.

BY: M RESORTS INC., ITS GENERAL PARTNER

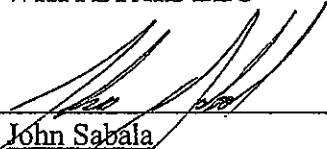
By: 

Name: Richard V. Gibbons

Title: President

GRANTEE:

SABALA WHITETAIL LLC

By: 

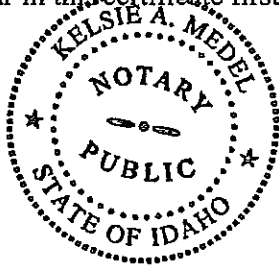
Name: John Sabala

Title: Managing Member

STATE OF IDAHO,)
) ss.
County of Valley)

On this 18th day of Aug., 2008, before me, Kelsie A. Medel a Notary Public in and for said State, personally appeared **Richard V. Gibbons**, known or identified to me to be the President of M RESORTS, INC., the General Partner of M RESORTS, LTD., the limited partnership that executed the instrument or the person who executed the instrument on behalf of said limited partnership, and acknowledged to me that such limited partnership 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.

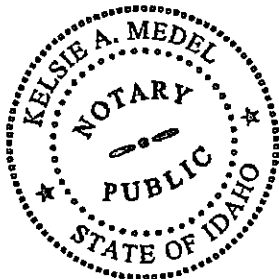


Kelsie Medel
NOTARY PUBLIC FOR IDAHO
My Commission Expires: 8-1-08

STATE OF IDAHO,)
) ss.
County of Valley)

On this 18th day of Aug., 2008, before me, Kelsie A. Medel a Notary Public in and for said State, personally appeared **John Sabala**, known or identified to me to be the Managing Member of Sabala Whitetail LLC, the limited liability company that executed the instrument or the person who executed the instrument on behalf of said limited liability company, and acknowledged to me that such limited liability company 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.



Kelsie Medel
NOTARY PUBLIC FOR IDAHO
My Commission Expires: 8-1-13

Job No 07151
6-11-07
D.R.L.

EXHIBIT A

LEGAL DESCRIPTION
FOR
WHITETAIL, A CLUB FOR ALL SEASONS, LLC
LODGE PARCEL 5
INCLUDING PROPOSED PARCEL LINE ADJUSTMENT

A parcel of land lying in Government Lot 2, Section 8, Township 18 North, Range 3 East of the Boise Meridian, City of McCall, Valley County, Idaho, parcel also includes portions of Lots 3-8, Shellworth Park Subdivision recorded in the records of Valley County, in Book 1 at Page 14 and is more particularly described as follows:

Commencing at the West 1/4 corner of Section 8, Township 18 North, Range 3 East of the Boise Meridian and running thence N 00°14'00" E 547.05 feet along the West line of said section to a found 1/2" iron rod on the Northerly right-of-way of State Highway 55; thence S 73°33'42" E 774.35 feet along said right-of-way to a found right-of-way monument; thence S 73°33'42" E 350.63 feet to the POINT OF BEGINNING; said point being the Southwest corner of Tax Parcel No. 156 and also a point on the Easterly right-of-way of Warren Wagon Road; thence S 73°33'42" E 796.80 feet to the Southwest corner of Tax Parcel No. 187; thence N 38°03'01" E 79.84 feet along the Westerly line of Tax Parcel No.'s 187 & 188 to the Northerly corner of Tax Parcel No. 188; thence S 25°35'00" E 53.37 feet along the Northeasterly line of Tax Parcel No. 188; thence S 38°03'37" W 19.95 feet along the Southeasterly line of Tax Parcel No. 188 to a point on the Northeasterly line of Tax Parcel No. 187; thence S 51°25'00" E 42.53 feet to a point on the Northerly right-of-way of State Highway No. 55 extended and the bank of the Payette River (said point being on the outlet of the Payette Lake and the approximate mean high water mark of said lake); thence Northwesterly along said mean high water the following seven (7) courses: (1) N 12°59'13" E 69.83 feet; thence (2) N 44°14'24" W 45.21 feet; thence (3) N 84°01'03" W 56.35 feet; thence (4) N 45°19'49" W 283.26 feet; thence (5) N 53°55'14" W 174.19 feet; thence (6) N 20°14'38" W 48.13 feet; thence (7) N 28°51'19" W 67.89 feet; thence N 19°04'21" W 19.91 feet to a point at the Southeasterly corner of the parcel known as the Cottage Parcel as shown on the Record of Survey, Book 5, Page 360 and recorded in the records of Valley County, Idaho as Instrument Number 214517; thence S 73°30'00" W 120.57 feet; thence S 15°01'19" E 25.29 feet; thence S 74°58'41" W 26.00 feet; thence S 15°01'19" E 27.00 feet; thence N 74°58'41" E 29.12 feet; thence S 15°17'49" E 58.74 feet; thence S 74°58'41" W 119.19 feet; thence N 15°17'49" W 9.00 feet; thence S 83°42'11" W 46.39 feet; thence N 63°04'00" W 180.42 feet to a point on the Easterly line of Tax Parcel No. 156, said point also being a point on a curve with a radius of 667.67 feet, a central angle of 11°02'00" and a chord that bears N 24°40'14" W 128.37 feet; thence to the right along said curve 128.57 feet; thence S 76°17'31" W 3.00 feet to a point on the Easterly right-of-way of Warren Wagon Road; thence S 13°42'28" E 297.91 feet along said right-of-way to the point of beginning.

EXHIBIT B

Job No 07151
6-11-07
D.R.L.

**LEGAL DESCRIPTION
FOR
WHITETAIL, A CLUB FOR ALL SEASONS, LLC**

**COTTAGE PARCEL
INCLUDING PROPOSED PARCEL LINE ADJUSTMENT**

A parcel of land lying in Government Lot 2, Section 8, Township 18 North, Range 3 East of the Boise Meridian, City of McCall, Valley County, Idaho, parcel also includes portions of Lots 1-3, Shellworth Park Subdivision recorded in the records of Valley County, in Book 1 at Page 14 and is more particularly described as follows:

Commencing at the West 1/4 corner of Section 8, Township 18 North, Range 3 East of the Boise Meridian and running thence N 0°14'00" E 547.05 feet along the West line of said section to a found 1/2" iron rod on the Northerly right-of-way of State Highway 55; thence S 73°33'42" E 774.35 feet along said right-of-way to a found right-of-way monument; thence S 73°33'42" E 350.63 feet, said point being the Southwest corner of Tax Parcel No. 156 and also a point on the Easterly right-of-way of Warren Wagon Road; thence N 13°42'28" W 297.91 feet to the POINT OF BEGINNING; thence N 13°42'28" W 68.51 feet to the Northwest corner of Lot 1, Shellworth Park Subdivision; thence S 89°58'47" W 25.73 feet along said right-of-way; thence N 13°42'28" W 18.53 feet along said right-of-way; thence N 89°58'47" E 145.28 feet; thence N 00°14'36" W 70.05 feet; thence N 89°58'47" E 50.09 feet; thence N 00°14'36" W 70.05 feet; thence S 89°58'47" W 50.09 feet; thence N 00°14'36" W 30.00 feet; thence N 89°58'47" E 228.12 feet to the approximate mean high water mark of Payette Lake; thence Southeasterly along said mean high water mark the following five (5) courses: (1) S 35°38'00" E 36.90 feet; thence (2) S 00°15'36" E 20.05 feet; thence (3) S 31°55'41" E 138.19 feet; thence (4) S 23°03'21" E 40.40 feet; thence (5) S 19°04'21" E 64.79 feet; thence S 40°23'01" W 36.40 feet; thence S 73°30'00" W 89.18 feet; thence S 15°01'19" E 25.29 feet; thence S 74°58'41" W 26.00 feet; thence S 15°01'19" E 27.00 feet; thence N 74°58'41" E 29.12 feet; thence S 15°17'49" E 58.74 feet; thence S 74°58'41" W 119.19 feet; thence N 15°17'49" W 9.00 feet; thence S 83°42'11" W 46.39 feet; thence N 63°04'00" W 180.42 feet to a point on the Easterly line of Tax Parcel No. 156, said point also being a point on a curve with a radius of 667.67 feet, a central angle of 11°02'00" and a chord that bears N 24°40'14" W 128.37 feet; thence to the right along said curve 128.57 feet; thence S 76°17'31" W 3.00 feet to the point of beginning.



Land Surveying, Inc.

GPS, BOUNDARY,
TOPOGRAPHIC AND A.L.T.A.
SURVEYS
CONSTRUCTION STAKING
3D SCANNING

1121 E. State Street • Suite 105 • Eagle, Idaho 83616 • office: 1-208-939-7373 • fax: 1-208-939-7321

EXHIBIT C

Job No 07151

5-18-07

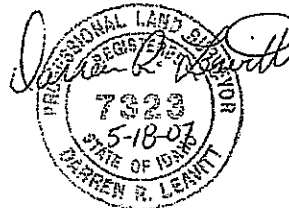
D.R.L.

LEGAL DESCRIPTION
FOR
WHITETAIL, A CLUB FOR ALL SEASONS, LLC

PATHWAY EASEMENT THROUGH COTTAGE PARCEL

A parcel of land lying in Government Lot 2, Section 8, Township 18 North, Range 3 East of the Boise Meridian, City of McCall, Valley County, Idaho and is more particularly described as follows:

Commencing at the West 1/4 corner of Section 8, Township 18 North, Range 3 East of the Boise Meridian and running thence N 0°14'53" E 547.27 feet along the West line of said section to a found 1/2" iron rod on the Northerly right-of-way of State Highway 55; thence S 73°33'42" E 774.23 feet along said right-of-way to a found right-of-way monument; thence S 73°33'42" E 350.63 feet along said right-of-way; thence N 13°42'29" W 207.82 feet along the Easterly right-of-way of Warren Wagon Road to the POINT OF BEGINNING; thence N 83°15'33" E 24.74 feet to a point of curve with a radius of 35.09 feet, a central angle of 72°43'01" and a chord that bears S 60°22'56" E 41.61 feet; thence to the right along said curve 44.54 feet; thence S 24°01'26" E 33.61 feet to the point of terminus.



ASSIGNMENT OF DECLARANT'S RIGHTS

This ASSIGNMENT is entered into this 18th day of August, 2008, by and between WHITETAIL, A CLUB FOR ALL SEASONS, LLC, an Idaho limited liability company ("Assignor"), and SABALA WHITETAIL LLC, an Idaho limited liability company ("Assignee").

RECITALS

WHEREAS, Assignor is the Declarant as set forth in that certain General Declaration For Whitetail, a Planned Unit Development which has been recorded with the Valley County, Idaho Recorder on August 3, 2005 as Instrument No. 298457 ("**Declaration**");

WHEREAS, Assignor is the Class B-Lodge Member, Class C-Club Member and the Class D-Declarant Member pursuant to the Articles of Incorporation of Whitetail Property Owner's Association, Inc., which have been recorded with the Valley County, Idaho Recorder on August 3, 2005 as Instrument No. 298458 ("**Articles**");

WHEREAS, Assignor is also the Declarant pursuant to the Bylaws of Whitetail Property Owner's Association, Inc., which have been recorded with the Valley County, Idaho Recorder on August 3, 2005 as Instrument No. 298459 ("**Bylaws**");

WHEREAS, Assignor has transferred to Assignee all of Assignor's interest in Whitetail (as defined in the Declaration);

WHEREAS, Assignor also wishes to transfer to Assignee all rights, privileges, reservations, interests and easements reserved and created in favor of Declarant in the Declaration, Articles and Bylaws;

WHEREAS, the parties hereto wish to confirm and memorialize this Assignment;

NOW, THEREFORE, for the mutual covenants and conditions contained herein, it is hereby agreed, covenanted and promised as follows:

1. Assignor does hereby assign to Assignee all of its rights, privileges, reservations, interests and easements reserved and created in favor of Declarant in the Declaration, Articles and Bylaws, including, without limitation, Declarant's Class B-Lodge Membership, Class C-Club Membership and the Class D-Declarant Membership rights and privileges.

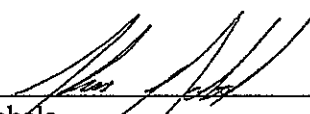
2. Assignee hereby accepts the assignment of all rights, privileges, reservations, interests and easements reserved and created in favor of Declarant in the Declaration, Articles and Bylaws, according to the terms thereof and assumes any and all responsibilities of Assignor, as Declarant, under the Declaration, Articles and Bylaws, and indemnifies and agrees to hold Assignor harmless regarding any such responsibilities from and after the date of this Assignment.

3. This Assignment shall be binding on and shall inure to the benefit of the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS THEREOF, the parties have executed this Assignment of Declarant's Rights the day and year first above indicated.

SABALA WHITETAIL LLC

WHITETAIL, A CLUB FOR ALL SEASONS, LLC

By: 
John Sabala
Managing Member

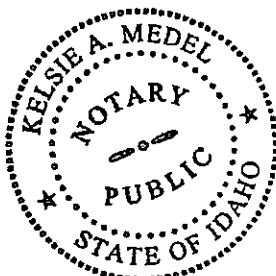
By: WHITETAIL MANAGEMENT, INC.,
as Manager

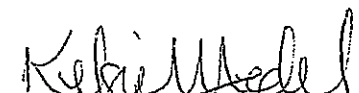
By: 
Richard V. Gibbons, President
Whitetail Management, Inc.

STATE OF IDAHO)
) ss.
County of Valley)

On this 18th day of August, 2008, before me, Kelsie A. Medel, a Notary Public in and for said State, personally appeared John Sabala, known or identified to me to be the Managing Member of Sabala Whitetail LLC, and the person who executed the instrument on behalf of said limited liability company and acknowledged to me that such limited liability company 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.

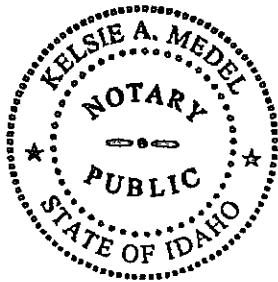



Notary Public for Idaho
My commission expires 8-1-13

STATE OF IDAHO)
) ss.
County of Valley)

On this 18th day of August, 2008, before me, Kelsie A. Medel,
a Notary Public in and for said State, personally appeared Richard V. Gibbons, known or
identified to me to be the President of Whitetail Management, Inc., the Manager of Whitetail, A
Club for All Seasons, LLC, the limited liability company that executed the within instrument and
the person who executed the instrument on behalf of said limited liability company, and
acknowledged to me that such limited liability company 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.



Kelsie A. Medel
Notary Public for Idaho
My commission expires 8-1-13