

Address changed
in database
12/17/09

LAW OFFICES
601 W. Bannock Street
PO Box 2720, Boise, Idaho 83701
TELEPHONE: 208 388-1200
FACSIMILE: 208 388-1300
WEBSITE: www.givenspursley.com

CHRISTOPHER H. MEYER
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CELL: 208-407-2792
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Amber N. Dina
Elizabeth M. Donick
Kristin Bjorkman Dunn
Thomas E. Dvorak
Jeffrey C. Fereday
Justin C. Fredin
Martin C. Hendrickson

Steven J. Hippler
Donald E. Knickrehm
Debora K. Kristensen
Anne C. Kunkel
Jeremy G. Ladle
Michael P. Lawrence
Franklin G. Lee
David R. Lombardi
John M. Marshall
Kenneth R. McClure
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Christopher H. Meyer
L. Edward Miller
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Kelsey J. Nunez
W. Hugh O'Riordan, LL.M.
Angela M. Reed
Justin A. Steiner
Scott A. Tschirgi, LL.M.
Conley E. Ward
Robert B. White

RETIRED
Kenneth L. Pursley
James A. McClure
Raymond D. Givens (1917-2008)

December 10, 2009

Robert G. Haynes
Regional Manager
Idaho Department of Water Resources
7600 Mineral Drive, Suite 100
Coeur d'Alene, ID 83815

RECEIVED
DEC 14 2009
IDWR/North

Re: *Change in Address - Water Right No. 85-4194*

Dear Bob:

On behalf of my client, Twin City Foods, Inc., I am enclosing an original *Change in Address* form, together with special power of attorney.

For your information, I will also enclose a copy of the water bank application submitted under separate cover to IDWR HQ (Aaron Marshall) today.

Sincerely,



Christopher H. Meyer

Encl: Change of Address form (12-10-2009) (original)
Special Power of Attorney (11-12-2009) (copy)
Cover letter to Aaron Marshall (12-10-2009) (copy)
Water Bank Application form dated (12-10-2009) (copy)

cc: Ronald Keolker, Twin City Foods, Inc.
Scott N. King, SPF Water Engineering, LLC

CHM:ch
10273-3_729201_1

STATE OF IDAHO
DEPARTMENT OF WATER RESOURCES**CHANGE IN ADDRESS**This form can be used to notify the Department of a change in
address of the owners of record for the listed water rights.

(Please print or type)

RECEIVED**DEC 14 2009**

IDWR/North

☒	Water Right Number(s):	<u>85-4194</u>
☒	Name(s):	<u>Twin City Foods, Inc.</u>
☒	Old Mailing Address:	<u>P.O. Box 647</u> <u>Lewiston, ID 83501</u>
☒	New Mailing Address:	<u>P.O. Box 699</u> <u>Stanwood, WA 98292</u>
	Telephone Number:	<u>(206) 515-2400</u>
	Email:	<u>ronk@twincityfoods.com</u>
☒	Signature(s) of Owner(s)	 <u>Christopher H. Meyer, Givens Pursley LLP</u> <u>Special Power of Attorney for Twin City Foods</u> (Include your title if on behalf of company or organization)

Date: 12-10-2009

Please also note and include the following attorney in all communications:

Name:	<u>Christopher H. Meyer</u>
Firm:	<u>Givens Pursley LLP</u>
Address:	<u>PO Box 2720</u> <u>Boise, ID 83701</u>
Telephone Number:	<u>(208) 388-1236</u>
Fax Number:	<u>(208) 388-1300</u>
Email:	<u>chrismeyer@givenspursley.com</u>

Send a signed original to your closest regional office:

IDWR Northern Region
7600 Mineral Dr., Suite 100
Coeur d'Alene, ID 83815
(208) 762-2800

IDWR Western Region
2735 Airport Way
Boise, ID 83705-5082
(208) 334-2190

IDWR Eastern Region
900 N. Skyline Dr., Suite A
Idaho Falls, ID 83402-1718
(208) 525-7161

IDWR Southern Region
1341 Fillmore St., Suite 200
Twin Falls, ID 83301-3380
(208) 736-3033

SPECIAL POWER OF ATTORNEY FOR WATER RIGHTS

COPY

Twin City Foods, Inc. whose mailing address is P.O. Box 699, Stanwood, WA 98292, hereby appoints the attorneys of Givens Pursley LLP, 601 West Bannock Street, P.O. Box 2720, Boise, ID, 83701 as its true and lawful attorneys for the purpose of signing on its behalf the following forms, pleadings, and other documents for submission to the Idaho Department of Water Resources ("IDWR"), the Idaho Water Supply Bank, and/or any Court undertaking an adjudication or judicial review of water rights held by Twin City Foods, Inc.

IDWR Forms

1. Affidavit for Water Rights To Be Used for Power Purposes;
2. Application for Amendment of Permit to Appropriate the Waters of the State of Idaho;
3. Application for Exchange of Water;
4. Application for Extension of Time to Avoid Forfeiture of a Water Right;
5. Application for Permit to Appropriate the Waters of the State of Idaho;
6. Application for Temporary Approval of a Water Application;
7. Application for Transfer of a Water Right;
8. Assignment of Permit To Change the Ownership of a Permit;
9. Change of Address;
10. Notice of Change in Water Right Ownership;
11. Notice of Diversion as an Alternative to Instream Stockwater Use;
12. Notice of Resumption of Beneficial Use;
13. Notice of Protest;
14. Notice of Security Interest in a Water Right -- Request for Notification of Change in Ownership or Action to Amend, Transfer or Modify a Water Right
15. Request for Extension of Time to Provide Additional Time in Which to Submit Proof of Beneficial Use for a Water Right Permit;
16. Proof of Beneficial Use;
17. Relinquishment of Permit;
18. Statement of Completion for Submitting Proof of Beneficial Use;
19. Statutory Claim to a Water Right;
20. Temporary Change Application;

21. Withdrawal of Application for Amendment of Permit;
22. Withdrawal of Application for Permit;
23. Withdrawal of Application for Transfer of Water Right(s);

Idaho Water Supply Bank

24. Application to Rent Water from the Water Supply Bank (including a rental pool);
25. Application to Sell or Lease a Water Right to the Water Supply Bank (including a rental pool); and

Adjudication or Judicial Review

26. Any Notice of Claim to a Water Right (including late claims and/or amendments of claims), petition, pleading, motion, notice, objection, petition, brief, stipulation, or settlement submitted to any Court undertaking a general or special adjudication of water rights held by Twin City Foods, Inc.;
27. Any petition, pleading, motion, notice, objection, petition, brief, stipulation, or settlement submitted to any Court undertaking a judicial review or appeal of any action by IDWR respecting any water rights held by Twin City Foods, Inc.;

Miscellaneous

28. Any other pleading or document in support, furtherance, or settlement of any of the above.

All may rely on such authority. This Special Power of Attorney shall be effective until revoked in writing by Twin City Foods, Inc.

For purposes of the exercise of the powers herein granted, the facsimile or pdf signature of said attorneys shall be lawful and binding and any person may rely upon such facsimile or pdf signature as if it were an original

IN WITNESS WHEREOF, the undersigned has executed this Special Power of Attorney effective as of the last date noted.

Dated: Nov. 12, 2009



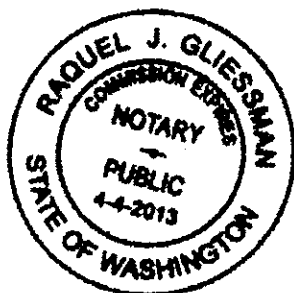
Ronald H. Keolker
Vice President, Finance
And Secretary
Twin City Foods, Inc.

ACKNOWLEDGMENT

State of Washington)
County of Snohomish) ss.

On this 12th day of November, 2009, before me, the undersigned, a notary public in and for said county and state, personally appeared Ronald H. Keolker, known or identified to me (or proved to me on his/her oath) to be the Vice President of Finance and Secretary of Twin City Foods, Inc., the corporation that executed the above instrument, or the person who executed the instrument on behalf of said corporation, and acknowledged to me that such 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.



Raquel J. Gliessman
Notary Public for Washington
Residing at Arlington
My Commission Expires 04/04/13

GIVENS PURSLEY LLP

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RETIRED
Kenneth L. Pursley
James A. McClure
Raymond D. Givens (1917-2008)

December 10, 2009

Aaron Marshall
Water Allocation Bureau
Idaho Department of Water Resources
322 East Front Street
P.O. Box 83720
Boise, ID 83720-0098

COPY

Re: *Water Bank Application - Water Right No. 85-4194*

Dear Aaron:

On behalf of my client, Twin City Foods, Inc., I am enclosing an original *Application to Sell or Lease a Water Right to the Water Supply Bank* and a *Special Power of Attorney for Water Rights*.

A partial decree for this water right was issued on August 18, 2005, from which date the five year forfeiture clock runs.

Please let me know if anything further is required. I will appreciate hearing from you to discuss the status of this application once you have had an opportunity to review it.

The company has relocated to Washington State. I am also enclosing a copy of the change of address form. I will send the original of that form to the regional office.

Sincerely,


Christopher H. Meyer

Encl: Water Bank Application form dated (12-10-2009) (original)
Special Power of Attorney (11-12-2009) (copy)
Change of Address form (12-10-2009) (copy)

ec: Ronald Keolker, Twin City Foods, Inc.
Scott N. King, SPF Water Engineering, LLC

CHM:ch
10273-3_729064_1.DOC

Water Supply Bank No. _____
(For Department Use Only)

STATE OF IDAHO
WATER RESOURCE BOARD

APPLICATION TO SELL OR LEASE A WATER RIGHT
TO THE WATER SUPPLY BANK

COPY

Name of Seller/Lessor Twin City Foods, Inc. Phone 206-515-2400

Mailing address PO Box 699, Stanwood, WA 98292 Email ronk@twincityfoods.com

A. DESCRIPTION OF WATER RIGHT, OR PORTION THEREOF, OFFERED TO THE BANK

If the entire right is for sale or lease, show "ALL" below and skip the remainder of part A. Attach a copy of the water right report.

1. <u>Water Right Number</u>	<u>Amount (cfs/ac-ft)</u>	<u>Nature of Use</u>	<u>Period of Use</u>
<u>85-4194</u>	<u>6.95 cfs</u>	<u>commercial/industrial</u>	<u>01-01</u> to <u>12-31</u>
			to _____
			to _____

Total Amount: 6.95 cfs (no volume limit)

2. Source of water ground water tributary to _____

3. Point(s) of Diversion:

Twp	Rge	Sec	Lot	¼	¼	¼	County
36N	6W	36	2	SW	NE		Nez Perce

4. Lands irrigated or place of use:

Twp	Rge	Sec	NE ¼				NW ¼				SW ¼				SE ¼				Totals
			NE	NW	SW	SE	NE	NW	SW	SE	NE	NW	SW	SE	NE	NW	SW	SE	
36N	6W	36		C*	C*														

C = commercial/industrial *(lot 2)

If the right is for irrigation, show total number of acres offered to the bank. Total Acres _____

B. OWNERSHIP

1. Are you currently listed in IDWR's records as the owner of the water right being offered to the bank? Yes ☒ No ☐
If no, provide documentation of your authority to sign on behalf of the right holder OR attach a Notice of Change in Water Right Ownership form along with the required documentation and fee.

valid

2. Is the water right appurtenant to land subject to any liens, deeds of trust, mortgages, or contracts? Yes ☐ No ☒
If yes, provide a notarized statement from the holder of the lien, deed of trust, mortgage or contract agreeing to the proposed changes and list name of entity: _____

C. GENERAL INFORMATION

1. Please provide a description of the current diversion system.

Well - 24" casing - pump electric motor 200 hp. - electric with seven stage turbine pump at 300 ft.

3,000 gpm - depth 630 ft. - year drilled 1952

2. Describe any other water rights used for the same purpose or at the same place of use as described above.

None

3. Will the present place of use continue to receive water from any source?

Yes ☐ No ☒

If yes, describe.

4. Has any portion of this water right undergone a period of five or more consecutive years of non-use?

Yes ☐ No ☒

If yes, describe and attach watermaster records or other evidence to demonstrate that the right has not been lost through abandonment or forfeiture pursuant to Section 42-222(2), Idaho Code. Partial decree issued August 18, 2005

5. Is this water right involved in any other Department process such as an application for transfer or a mitigation plan? Yes ☐ No ☒

If yes, describe.

D. SALE/LEASE AGREEMENT

1. Is the water right, or portion thereof, described above offered to the Idaho Water Resource Board for sale ☐ or lease ☒?

If Lease, for a period from _____ to _____ OR Indefinite ☒ subject to annual renewal and right not to renew at option of Twin City Foods, Inc.

2. Show the minimum payment acceptable to the Seller/Lessor. The minimum payment may be shown as the "current rental rate" as established by the Idaho Water Resource Board. Include the method of determining the minimum payment if other than the current rental rate. Current rental rate

I hereby assert that the information contained in this application is true to the best of my knowledge, and that I have the authorities necessary to offer this right for sale or lease to the Idaho Water Resource Board.

The owner/lessor acknowledges the following:

1. Payment to the owner/lessor is contingent upon the sale or rental of the right from the bank.
2. While a right is in the bank, the owner/lessor of the right may not use the right even if the right is not rented from the bank.
3. A right accepted into the bank stays in the bank until the Board releases it or the lease term expires.
4. While a right is in the bank, forfeiture provisions are stayed.
5. Acceptance of a right into the bank does not, in itself, confirm the validity of the right or any elements of the water right.

Signature of Applicant

Christopher H. Meyer, Givens Pursley LLP

Printed Name and Title*

(Special Power of Attorney for Twin City Foods, Inc.)

12/10/2009

Date

Signature of Applicant

Printed Name and Title*

Date

*Please provide title of signatory if signing on behalf of a company or organization or with power of attorney

Mail to: Idaho Department of Water Resources, P.O. Box 83720, Boise, ID 83720-0098