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December 1, 2009

WATER RESOURCES
WESTERN REGION

Ms. Jean Hersley

State of Idaho, Department of Water Resources, Western Region (IDWR)
2735 Airport Way
Boise, ID 83705-5082

Re: Assignment of Permit #63-32235

Ms. Hersley:

In response to your letter of November 6 to Mr. Sherburne, please find attached an executed Assignment of Permit form. As stated in our November 3 letter to IDWR, please be advised that South Channel LLC no longer exists. Nevertheless, Mr. Sherburne has signed the attached form to verify release of any personal interest in the permit. Please also note that Mr. Sherburne has executed the Assignment of Permit form as a Managing Member of South Channel LLC in accordance with the Articles of Organization of South Channel LLC.

Please consider this letter also as a follow-up request on behalf of our Client, Mr. Don Newell of Orion Holdings LLC, to assign Permit # 63-32235 to Orion Holdings LLC and to complete the change of ownership of water rights 63-4695, 63-17863, 63-31312 and 63-31313 as submitted to Ms. Harris at IDWR on October 20, 2009.

Sincerely,
T-O Engineers

Steven E. Holt, P.E.

cc: Don Newell, Orion Holdings LLC.

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