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MAR 23 2009

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)
35-7034	Done		35-10422	Done	
35-8726	Done		35-2713	Done	
* 35-7560	7 35-13970 35-13971		35-7372	Done	
* 35-10427	7 35-13972 35-13973		35-2553A	Done	
35-7169	Done		35-2553B	Done	
35-7373	Done		35-2351	Done	

* 10 acres of the place of use described under these 2 water rights need to remain with the previous water right holder.

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**. Please see the attached Warranty Deed
- 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) Pratt Farms, Inc.
1356 S. 3000 W.
Aberdeen, ID 83210

4. New Owner/Claimant(s) J. R. Simplot Company
 Name Connector (Check one): [] and, [] or, [] and/or

New Mailing Address PO Box 27

City, State and ZIP Code Boise, ID 83707

New Telephone Number (208) 336-2110 Email: _____

5. Date you acquired the property December 21, 2001

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 *35-7560 & 35-10427		
Irrigation 349 acres	6.42 cfs/ 1,396 acre feet	T.5S R.30E Section 1:
Stock		NESE(34) NWSE(40)
Domestic		SWSE(27) SESE(38)
Other		T.5S R.30E Section 12:
Totals		NENE(40) NWNE(40)
Water Right and/or Adjudication Claim Number SWNE(35) SENE(38)		
Irrigation		NESE(21) SESE(36)
Stock	*35-7560 & 35-10427 are limited to a combined total of 6.6cfs and	
Domestic	1,436 af/annum. The diversion rate and volume shown above	
Other	(6.42 cfs/ 1,396 af) are the amounts Simplot acquired for both water	
Totals	rights which is appurtenant to the 349 acres Simplot acquired from the	
Water Right and/or Adjudication Claim Number previous owner.		
Irrigation		
Stock	The balance of the water rights (35-7034, 35-8726, 35-7169, 35-7373,	
Domestic	35-10422, 35-2713, 35-7372, 35-2553A, 35-2553B and 35-2351) were	
Other	were acquired by Simplot in their entirety when Simplot acquired	
Totals	this farm land.	

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.

J. R. Simplot Company

7. Signature(s) of New Owner(s) or Claimant(s) By: Terry T. Uhling, Senior Vice President, Secretary and General Counsel
(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 _____ Date _____
 Received by SR7 Date 3-23-2009
 Processed by _____ AJ Date _____

Receipt Amt. \$300 - + \$150 -
 Receipt No. C088271 + C089244
 WR _____ Date 9-8-09

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WARRANTY DEED

FEE 6.42 DEP C

2001 DEC 21 AM 9:25

Order No.:3020002475-J

FOR VALUE RECEIVED

PRATT FARMS, INC.

RECORDED AT THE REQUEST OF
Alliance Title & Escrow Corp.

the grantor(s), do(es) hereby grant, bargain, sell and convey unto
Corporation

J.R. Simplot Company, a Nevada

whose current address is P.O. Box 27, Boise, Idaho 83707

the grantee(s), the following described premises, in Bingham County, Idaho, TO WIT:

Township 5 South, Range 30 East Boise Meridian, Bingham County, Idaho

Section 1: Lots 1 & 2, S $\frac{1}{2}$ NE $\frac{1}{4}$, SE $\frac{1}{4}$; EXCEPTING THEREFROM a tract of land in the SW $\frac{1}{4}$ SE $\frac{1}{4}$ of Section 1, described as: Beginning at a point on the South line of said Section 1 from which the Southeast corner of said Section bears North 89°53'10" East 1343.67 feet; thence North 00°13'09" West 709.34 feet; thence South 89°53'10" West 585.6 feet; thence South 00°06'50" East 709.34 feet to the South line of said Section 1; thence North 89°53'10" East along the South line 586.47 feet to the Point of Beginning.

Section 12: NE $\frac{1}{4}$, E $\frac{1}{2}$ SE $\frac{1}{4}$

Township 5 South, Range 31 East Boise Meridian, Bingham County, Idaho

Section 5: SW $\frac{1}{4}$

Section 6: All

Section 7: W $\frac{1}{2}$, NE $\frac{1}{4}$; EXCEPTING THEREFROM a tract of land in the SW $\frac{1}{4}$ SW $\frac{1}{4}$ of Section 7, described as: Commencing at the Southwest corner of said Section 7; thence North 00°02'31" East along the West line of said Section a distance of 431.06 feet; thence South 89°47'09" East 25.0 feet to the Easterly right-of-way of Moser Road the True Point of Beginning; thence South 89°47'09" East 672.75 feet; thence South 00°02'31" West 406.06 feet to the Northerly right-of-way of Strang Road; thence North 89°47'09" West along said right-of-way 396.36 feet; thence North 72°43'38" West 227.59 feet; thence North 23°11'38" West 149.57 feet; thence North 00°02'31" East 202.04 feet to the True Point of Beginning.

Section 8: E $\frac{1}{2}$ SW $\frac{1}{4}$, NW $\frac{1}{4}$; EXCEPTING THEREFROM that portion of the SE $\frac{1}{4}$ SW $\frac{1}{4}$ of Section 8 lying Southeasterly of the Aberdeen-Springfield Canal.

TO HAVE AND TO HOLD the said premises, with their appurtenances unto the said Grantee, heirs and assigns forever. And the said Grantor does hereby covenant to and with the said Grantee(s), that (s)he is/are the owner(s) in fee simple of said premises; that they are free from all encumbrances Except: Current Year Taxes, conditions, covenants, restrictions, reservations, easements, rights and rights of way, apparent or of record.

And that (s)he will warrant and defend the same from all lawful claims whatsoever.

Dated: 12/20/2001

Pratt Farms, Inc.

By: Alan Pratt, President

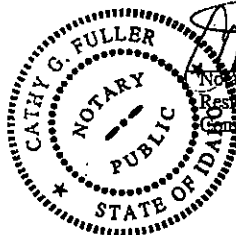
By: Larry Elliott, Secretary/Treasurer

State of Idaho

County of BINGHAM

On this 20th day of December, 2001, before me, a Notary Public in and for said state, personally appeared ALAN PRATT known to me to be the PRESIDENT of Pratt Farms, Inc. the Corporation, and acknowledged to me that pursuant to a Resolution of the Board of Directors, he executed the foregoing in said Corporation name.

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

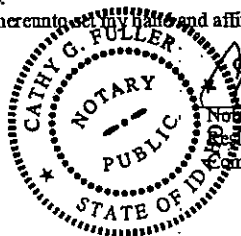


Cathy G. Fuller
Notary Public for the State of Idaho
Residing at BLACKFOOT
Commission Expires: 03/19/2007

State of Idaho

County of BINGHAM

On this 20th day of December, 2001, before me, a Notary Public in and for said state, personally appeared LARRY ELLIOTT known to me to be the SECRETARY/TREASURER of Pratt Farms, Inc. the Corporation, and acknowledged to me that pursuant to a Resolution of the Board of Directors, he executed the foregoing in said Corporation name.
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



Cathy G. Fuller
Notary Public for the State of Idaho
Residing at: BLACKFOOT
Commission Expires: 03/19/2007

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