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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)
WR 22-13819	22-13819	N			

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 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)

BC Properties LLC

PO Box 28

Driggs, ID 83422

4. New Owner/Claimant(s)

Eureka Feeling Inc

Name Connector (Check one): [] and, [] or, [] and/or

New Mailing Address

1920 Yarnall Road

City, State and ZIP Code

Pottstown, PA 19464

New Telephone Number

(484) 624-5693

Email: emcglinn@comcast.net

5. Date you acquired the property July 31, 2008

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) Edna J. McLean President
(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 BMK Date 9-4-08
 Received by _____ Date _____
 Processed by _____ AJ Date _____

Receipt Amt. 25.00
 Receipt No. E034384
 WR _____ Date _____

199317 AUG 4 '08 PM12:35

When Recorded Return to:
Robert L. Harris
Holden, Kidwell, Hahn & Crapo, PLLC
PO Box 50130
Idaho Falls, ID 834065-0130

Instrument # 199317

TETON COUNTY, IDAHO
8-4-2008 12:35:00 No. of Pages: 2
Recorded for : ROBERT L HARRIS
MARY LOU HANSEN Fee: 6.00
Ex-Officio Recorder Deputy
Index to: DEED, WARRANTY



SPECIAL WARRANTY DEED FOR WATER RIGHT

BC Properties, LLC, an Idaho Limited Liability Company, whose address is PO Box 28, Driggs, ID 83422, ("Grantor"), does hereby grant, bargain, sell, assign, and convey unto Eureka Feelings, Inc., an Idaho Corporation, whose address is PO Box 9568, Avon, CO 81620 ("Grantee"), and to Grantee's heirs, successors, and assigns forever, all of Grantor's right, title, and interest in the following described water right portion (hereinafter the "Water Right"), to-wit:

A portion of Idaho Department of Water Resources (IDWR) Water Right License No. 22-13584.

Source:	Groundwater
Purpose:	Irrigation
Priority:	January 8, 1991
Quantity (Diversion Rate):	0.01 cfs (Total of the right is 0.88 cfs for 161.7 af for the irrigation of 46.2 acres)
Quantity (Volume):	1.75 acre-feet
Place of Use (Acreage):	0.50 acres.

Grantor assigns to Seller any other interest it may have in the Water Right including any claim, permit, license, or shares of stock evidencing, claiming, or representing such Water Right.

To the extent the Water Right, or any of them, are represented by a permit or other property not conveyable by deed, this deed shall be deemed and shall operate as a bill of sale therefore.

Grantor retains no residual or reversionary interest in any of the Water Right.

Grantor hereby covenants and warrants to Grantee as follows:

- A. That Grantor is the owner in fee simple of the Water Right;
- B. That Grantor has not conveyed any of the Water Right to anyone other than Grantee;
- C. That each of the Water Right is free from all liens, claims, or encumbrances;
- D. That Grantor has the authority to convey the Water Right to Grantee;

E. The Grantor has disclosed to Grantee in good faith all relevant information known to Grantor bearing on the validity and extent of the Water Right.

Grantor makes no other covenants or warranties as to the Water Right.

IN WITNESS WHEREOF, the undersigned authorized officers of Grantor, acting on behalf of Grantor, have caused their names to be hereunto subscribed on the date shown by each name.

GRANTOR:

BC PROPERTIES, LLC

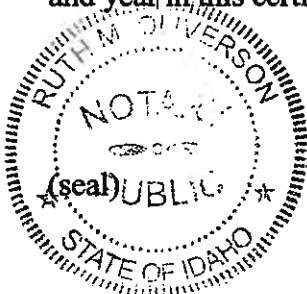
DATE: July 31, 2008

By: Jeffrey R Borer
Its: MANAGING MEMBER

STATE OF IDAHO)
)ss.
County of Teton)

On this 31 day of July, 2008, before me a notary public in and for said State, personally appeared Jeffrey Borer known or identified to me (or proved to me on the oath of Jeffrey Borer) to be the manager or a member of 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.



Ruth M. Oliverison
Notary Public for Idaho
Residing at: Idaho
My commission expires: 11/30/2010

FILED EFFECTIVE

ARTICLES OF INCORPORATION 2007 APR -4 PM 2:03

OF

EUREKA FEELING, INC.

SECRETARY OF STATE
STATE OF IDAHO

KNOW ALL MEN BY THESE PRESENTS that the undersigned, being a natural person of full age and citizen of the United States, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of the general corporation laws of the State of Idaho, and the acts amendatory thereof, and supplemental thereto, do hereby certify as follows:

I

The name of the corporation shall be:

EUREKA FEELING, INC.

II

The existence of this corporation shall be perpetual.

III

The purposes and objects for which the corporation is formed are to transact any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act in this state.

IV

The location and post office address of the registered office of the corporation is:

253 South Main, Driggs, ID 83422

The name of the initial registered agent at such address is:

KENT WAGENER

C172448

V

The total authorized capital stock of this corporation shall be One Thousand (1,000) shares with no par value. There shall be no other class of stock issued by this corporation.

VI

It is the desire and intention of the corporation and of the parties hereto that the corporation should make a Sub-Chapter S election under Section 1244 of the United States Internal Revenue Code, and should terminate and revoke any such election, once made, only in accordance with the determination of the holders of a majority of all the outstanding stock of the corporation.

VII

The names and mailing addresses of the incorporators are as follows:

<u>Name</u>	<u>Address</u>
Edmund F. McGlinn	P.O. Box 9568 Avon, CO 81620
Maureen F. McGlinn	P.O. Box 7629 Avon, CO 81620

VIII

The private property of the stockholders of the corporation shall not be subject to the payment of corporate debts to any extent whatsoever, and the shares of the corporation shall not be subject to assessment for the purpose of paying expenses, conducting business or paying debts of the corporation.

IX

The Board of Directors shall consist of two (2) directors, but during their term of office, or thereafter, the number of directors may be increased from time to time as may be provided by the By-Laws.

The following persons are named directors of the corporation and are to serve until successors are elected and qualified:

- 1. Edmund F. McGlinn**
- 2. Maureen F. McGlinn**

X

The Board of Directors of this corporation may meet and transact business of the corporation either at the principal place of business designated herein, or at such other place by a resolution of the Board of Directors. All or any meetings of the shareholders may also be held within or without the State of Idaho.

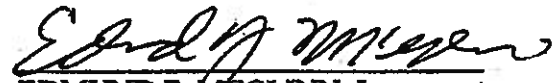
XI

In furtherance, and not in limitation, of the powers conferred by statute, the Board of Directors is expressly authorized:

- (1) Subject to the By-Laws, if any, adopted by the shareholders, to make, alter or repeal the By-Laws of the corporation;**
- (2) To encumber the corporate assets, personal or real, and to guarantee the indebtedness of others, without limitation;**
- (3) To set apart out of any of the funds of the corporation available for dividends a reserve or reserves for any proper purpose and to abolish any such reserves; and**
- (4) By resolution adopted by a majority of the whole Board, to designate one or more committees, each committee to consist of one or more of the directors of the corporation which, to the extent provided in the resolution or in the By-Laws of the corporation, shall have and may exercise the powers of the Board of Directors in the management of the business and affairs of the corporation, including power to execute and seal documents. Such committee shall be named**

or designed as the Board may direct. All corporate powers of the corporation shall be exercised by the Board of Directors except as otherwise provided herein or by law.

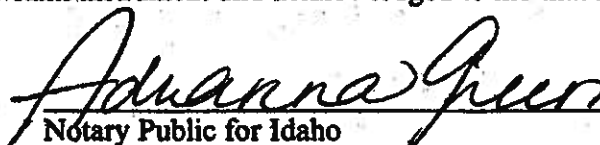
IN WITNESS WHEREOF, the said incorporators have set their hand and seal this 21st day of March, 2007.

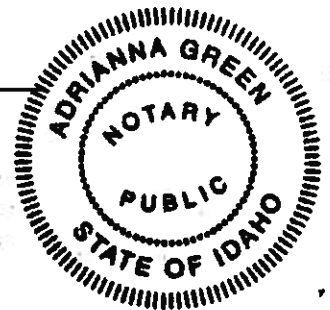

EDMUND F. MCGLINN, Incorporator

MAUREEN F. MCGLINN, Incorporator

STATE OF IDAHO)
 : ss.
County of Teton)

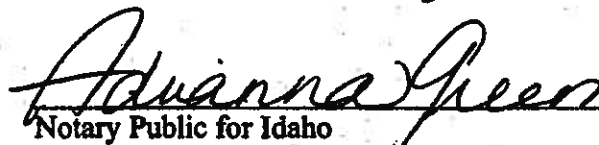
On this 21st day of March 2007, before me, a Notary Public in and for said State, personally appeared EDMUND F. MCGLINN, known or identified to me to be the persons whose name is subscribed to the within instrument and acknowledged to me that he executed the same.


Notary Public for Idaho
Residing at: Tetonia
My Commission expires: 3/2013



STATE OF IDAHO)
 : ss.
County of Teton)

On this 21st day of March 2007, before me, a Notary Public in and for said State, personally appeared MAUREEN F. MCGLINN, known or identified to me to be the persons whose name is subscribed to the within instrument and acknowledged to me that she executed the same.


Notary Public for Idaho
Residing at: Tetonia
My Commission expires: 3/2013

