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SEP 12 2006

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

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SEP 08 2006

DEPT. OF WATER RESOURCES
SOUTHERN REGIONPlease 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
36-2248			36-2430		
36-2249			36-8008		
36-7688					
36-2254A					
36-2284					

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) Horizon Organic Dairy, Idaho Farm, Inc.
6311 Horizon Ln, Longmont, CO 80503
4. New Owner/Claimant(s) Horizon Organic Dairy, LLC
 Name Connector (Check one): ☐ and, ☐ or, ☐ and/or
6311 Horizon Ln
 New Mailing Address _____
 City, State and ZIP Code Longmont, CO 80503
 New Telephone Number 803) 530-2711

5. Date you acquired the property July 31, 2006
Note: Horizon Organic Dairy, LLC, is the successor by merger to Horizon Organic Dairy Idaho Farm, Inc. Please see copy of State of Delaware Certificate of Merger, dated July 31, 2006, attached hereto as Exhibit A.

SUPPORT DATA

IN FILE # 36-02248

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(s) will not be split, skip this area and proceed to item 7)		
Water Right and/or Adjudication Claim Number _____		
Water Use	Diversion Rate or Volume (cubic feet per second or acre-feet per annum)	Description (acres, number and type of stock, homes, etc)
Irrigation	_____	_____
Stock	_____	_____
Domestic	_____	_____
Other _____	_____	_____
Total	_____	_____

DESCRIPTION OF YOUR PORTION OF WATER RIGHT (If the right(s) will not be split, skip this area and proceed to item 7)		
Water Right and/or Adjudication Claim Number _____		
Water Use	Diversion Rate or Volume (cubic feet per second or acre-feet per annum)	Description (acres, number and type of stock, homes, etc)
Irrigation	_____	_____
Stock	_____	_____
Domestic	_____	_____
Other _____	_____	_____
Total	_____	_____

7. Signature of New Owner(s) or Claimant(s) Horizon Organic Dairy, LLC
(include title if applicable)

By: [Signature]
Authorized Signatory

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.

For Office Use Only

Received by <u>[Signature]</u>	Date <u>9/13/06</u>	Fee <u>\$175.00</u>
Received by <u>[Signature]</u>	Date <u>9/18/06</u>	Receipt No. <u>5028901</u>
Processed by _____	Date _____	WR _____ Date _____

Delaware

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The First State

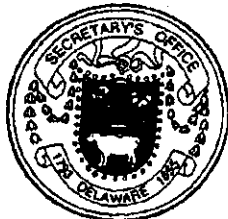
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"HORIZON ORGANIC DAIRY, IDAHO FARM, INC.", A COLORADO CORPORATION,

WITH AND INTO "HORIZON ORGANIC DAIRY, LLC" UNDER THE NAME OF "HORIZON ORGANIC DAIRY, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF JULY, A.D. 2006, AT 10:17 O'CLOCK A.M.

4185547 8100M

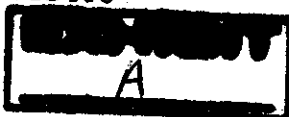
060715400



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4939000

DATE: 07-31-06



FROM CORPORATION TRUST WILM. TEAM #2
State of Delaware
Secretary of State
Division of Corporations
Delivered 10:31 AM 07/31/2006
FILED 10:17 AM 07/31/2006
SRV 060715400 - 4185547 FILE

(MON) 7.31.06 11:14/ST. 11:14/NO. 4863796529 ? 2

**STATE OF DELAWARE
CERTIFICATE OF MERGER**

OF

HORIZON ORGANIC DAIRY, IDAHO FARM, INC.
(a Colorado corporation)

INTO

HORIZON ORGANIC DAIRY, LLC
(a Delaware limited liability company)

Pursuant to Section 18-209 of the Delaware Limited Liability Company Act, the undersigned limited liability company executed the following Certificate of Merger:

FIRST: The name of the surviving company is Horizon Organic Dairy, LLC, a Delaware limited liability company organized on July 28, 2006 (the "Surviving Company"), and the name of the corporation being merged into the Surviving Company is Horizon Organic Dairy, Idaho Farm, Inc., a Colorado corporation (the "Terminating Corporation").

SECOND: The Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent companies pursuant to Section 18-209(c) of the Delaware Limited Liability Company Act of the State of Delaware.

THIRD: The name of the Surviving Company will be Horizon Organic Dairy, LLC, a Delaware limited liability company.

FOURTH: The Certificate of Formation of the Surviving Company shall be its Certificate of Formation.

FIFTH: The Terminating Corporation, the non-Delaware corporation, is authorized to issue one thousand (1,000) shares of common stock with no par value.

SIXTH: The merger is to become effective upon the filing of this certificate with the Delaware Secretary of State.

SEVENTH: The Agreement and Plan of Merger is on file at 2515 McKinney Avenue, Suite 1200, Dallas, Texas 75201, an office of the Surviving Company.

EIGHTH: The Surviving Company on request, without cost, will furnish a copy of the Agreement and Plan of Merger to any stockholder or member of the constituent companies.

EX-11637

IN WITNESS WHEREOF, said Surviving Company has caused this Certificate to be signed by an authorized person on this 31st day of July 2006.

HORIZON ORGANIC DAIRY, LLC

By: 
Nancy F. Duessel
Vice President and Assistant Secretary

FROM (Amended) HORIZON ORGANIC DAIRY, LLC Certificate of Incorporation filed with the Secretary of State of Delaware on 07/31/06

Document processing fee
If document is filed on paper \$150.00
If document is filed electronically Currently Not Available
Fees & forms/cover sheets
are subject to change.
To file electronically, access instructions
for this form/cover sheet and other
information or print copies of filed
documents, visit www.sos.state.co.us
and select Business Center.
Paper documents must be typewritten or machine printed.

20061311188 C
\$ 300.00
SECRETARY OF STATE
07-31-2006 11:13:48

ABOVE SPACE FOR OFFICE USE ONLY

Statement of Merger

filed pursuant to §7-90-301, et seq. and §7-90-203 Colorado Revised Statutes (C.R.S.)

1. Entity name or true name of each
merging entity
(other than the surviving entity)

Horizon Organic Dairy, Idaho Farm, Inc.
(Enter name exactly as it appears in the records of the secretary of state if applicable)
corporation

Form of entity

Jurisdiction under which the
entity was formed

Colorado

ID number (if applicable)

19931044447

Principal office street address:

2515 McKinney Avenue, Suite 1200

(Street name and number)

Dallas

(City)

TX

(State)

75201

(Postal/Zip Code)

(Province - if applicable)

(Country - if not US)

Principal office mailing address
(if different from above)

(Street name and number or Post Office Box information)

(City)

(State)

(Postal/Zip Code)

(Province - if applicable)

(Country - if not US)

Entity name or true name
(other than the surviving entity)

(Enter name exactly as it appears in the records of the secretary of state if applicable)

Form of entity

Jurisdiction under which the
entity was formed

ID number (if applicable)

Principal office street address

(Street name and number)

(City)

(State)

(Postal/Zip Code)

(Province - if applicable)

(Country - if not US)

Principal office mailing address
(if different from above)

(Street name and number or Post Office Box information)

(City)

(State)

(Postal/Zip Code)

(Province - if applicable)

(Country - if not US)

Entity name or true name
(other than the surviving entity)

(Enter name exactly as it appears in the records of the secretary of state if applicable)

Form of entity

Jurisdiction under which the
entity was formed

ID number (if applicable)

Principal office street address

(Street name and number)

(City)

(State)

(Postal/Zip Code)

(Province - if applicable)

(Country - if not US)

Principal office mailing address
(if different from above)

(Street name and number or Post Office Box information)

(City)

(State)

(Postal/Zip Code)

(Province - if applicable)

(Country - if not US)

(If there are more than three merging entities, mark this box ☐ and include an attachment stating the entity name, ID number, and the principal office address of each additional merging entity.)

2. Entity name of the surviving entity

Horizon Organic Dairy, LLC

(Enter name exactly as it appears in the records of the secretary of state if applicable)

Form of entity

limited liability company

Jurisdiction under which the
entity was formed

Delaware

MERGE

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Rev. 10/3/2005

ID number (if applicable)

20061311173

Principal office street address

2515 McKinney Avenue, Suite 1200

(Street name and number)

Dallas

(City)

TX

(State)

75201

(Postal/Zip Code)

(Province - if applicable)

(Country - if not US)

Principal office mailing address
(if different from above)

(Street name and number or Post Office Box information)

(City)

(State)

(Postal/Zip Code)

(Province - if applicable)

(Country - if not US)

3. The merging entities are merged into the surviving entity.

4. If one or more of the merging entities is a registrant of a trademark described in a filed document in the records of the secretary of state, mark this box ☐ and state below the document number of each such filed document.

Document number

Document number

(If more than two trademarks, mark this box ☐ and include an attachment stating the additional document numbers.)

5. Additional information may be included. If applicable, mark this box ☐ and include an attachment stating the additional information.

6. (Optional) Delayed effective date:

(mm/dd/yyyy)

Notice:

Causing this document to be delivered to the secretary of state for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that the document is the individual's act and deed, or that the individual in good faith believes the document is the act and deed of the person on whose behalf the individual is causing the document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S., the constituent documents, and the organic statutes, and that the individual in good faith believes the facts stated in the document are true and the document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the secretary of state, whether or not such individual is named in the document as one who has caused it to be delivered.

7. Name(s) and address(es) of the individual(s) causing the document to be delivered for filing:

Duessel

(Last)

Nancy

(First)

F.

(Middle)

(Suffix)

2515 McKinney Avenue, Suite 1200

(Street name and number or Post Office Box information)

MERGE

CO096 - 10/03/03 C T System Online

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Rev. 10/3/2003

Dallas	TX	75201
(City)	(State)	(Postal/Zip Code)
(Province - if applicable)	(Country - if not US)	

(The document need not state the true name and address of more than one individual. However, if you wish to state the name and address of any additional individuals causing the document to be delivered for filing, mark this box ☐ and include an attachment stating the name and address of such individuals.)

Disclaimer:

This form, and any related instructions, are not intended to provide legal, business or tax advice, and are offered as a public service without representation or warranty. While this form is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form. Questions should be addressed to the user's attorney.