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\$25 filing fee *M*
Receipt # *0579005*
Date *9-1-05*

STATE OF IDAHO Department of Water Resources
DEPARTMENT OF WATER RESOURCES
ASSIGNMENT OF PERMIT

To change the ownership of a permit

I, Clayton Unruh, hereby assign to Smith Creek Nursery LLC
of, HCR 60 Bonners Ferry ID
mailing address: ^(Full Address) HCR 85 Box 336, Bonners Ferry, ID 83805 ^(Phone) 98-7810
All my right, title, and interest in and to Permit No. 98-7810 to
appropriate the public waters of the State of Idaho.

OR (for partial assignments)

The following described portion of my right, title, and interest in and to for
Permit No. _____ to appropriate the public waters of the State of Idaho.
(Describe portion of the application for permit assigned, listing the number of acres in each 40 acre
subdivision, point of diversion location, and amount of the water in cubic feet per second.)

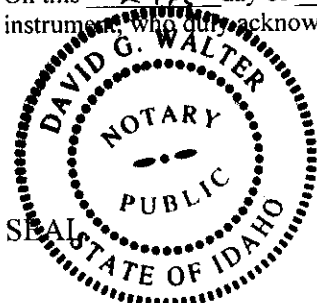
Made this 24 day of August, 2005.

Clayton Unruh
Permit Holder(s)

Permit Holder(s)

State of Idaho)
County of Bonner)ss

On this 24th day of August, 2005, personally appeared before me the signer(s) of the above
instrument, who duly acknowledged to me that he (she) (they) executed the same.



[Signature]
Notary Public residing at

Bonners Ferry

My commission expires: 4/5/10

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Department of Water Resources



ARTICLES OF ORGANIZATION LIMITED LIABILITY COMPANY

(Instructions on back of application)

2004 JUN -9 PM 12: 05

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the limited liability company is:

Smith Creek Nursery, LLC

2. The street address of the initial registered office is:

HCR 85 Box 336, Bonners Ferry, Idaho 83805

and the name of the initial registered agent at the above address is:

Gene Andrews

3. The mailing address for future correspondence is:

HCR 85 Box 336, Bonners Ferry, Idaho 83805

4. Management of the limited liability company will be vested in:

Manager(s) ☒ or Member(s) ☐ (please check the appropriate box)

5. If management is to be vested in one or more manager(s), list the name(s) and address(es) of at least one initial manager. If management is to be vested in the member(s), list the name(s) and address(es) of at least one initial member.

Name	Address
<u>Gene Andrews</u>	<u>HCR 85 Box 336</u>
	<u>Bonners Ferry, Idaho 83805</u>

6. Signature of at least one person responsible for forming the limited liability company:

Signature: Gene Andrews

Typed Name: Gene Andrews

Capacity: Manager

Signature _____

Typed Name: _____

Capacity: _____

Secretary of State use only

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IDAHO SECRETARY OF STATE
06/09/2004 05:00
CK: 5878 CT: 87354 BH: 749517
1 @ 100.00 = 100.00 ORGAN LLC # 2

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Revised 07/2002

Web Form

OPERATING AGREEMENT

OF

Smith Creek Nursery, LLC

an Idaho Limited Liability Company
(Sole Manager Managed)

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Department of Water Resources

This Operating Agreement ("Operating Agreement") of Smith Creek Nursery, LLC, an Idaho limited liability company organized pursuant to the Idaho Limited Liability Company Act is entered into and shall be effective as of June 18, 2004, by and among the Company and the persons executing this Operating Agreement as Members.

ARTICLE I FORMATION

1.1 Organization - The Members hereby organize the Company as an Idaho limited liability company pursuant to the provisions of the Act. The Members are as follows:

- Gene Andrews;
- Patricia B. Andrews;
- Chester White; and
- Wendy White.

1.2 Agreement - For and in consideration of the mutual covenants herein contained and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Members executing the Operating Agreement hereby agree to the terms and conditions of the Operating Agreement, as it may from time-to-time be amended. It is the express intention of the Members that the Operating Agreement shall be the sole source of agreement of the parties and shall govern, even when inconsistent with, or different than, the provisions of the Act or any other law or rule.

1.3 Name - The name of the Company is Smith Creek Nursery, LLC, and all business of the Company shall be conducted under that name.

1.4 Term - The Company shall be dissolved and its affairs wound up on December 1, 2075, unless sooner dissolved in accordance with the Act or the Operating Agreement.

1.5 Registered Agent and Office - The registered agent for the service of process and the registered office shall be that person and location reflected in appropriate filings with the Idaho Secretary of State.