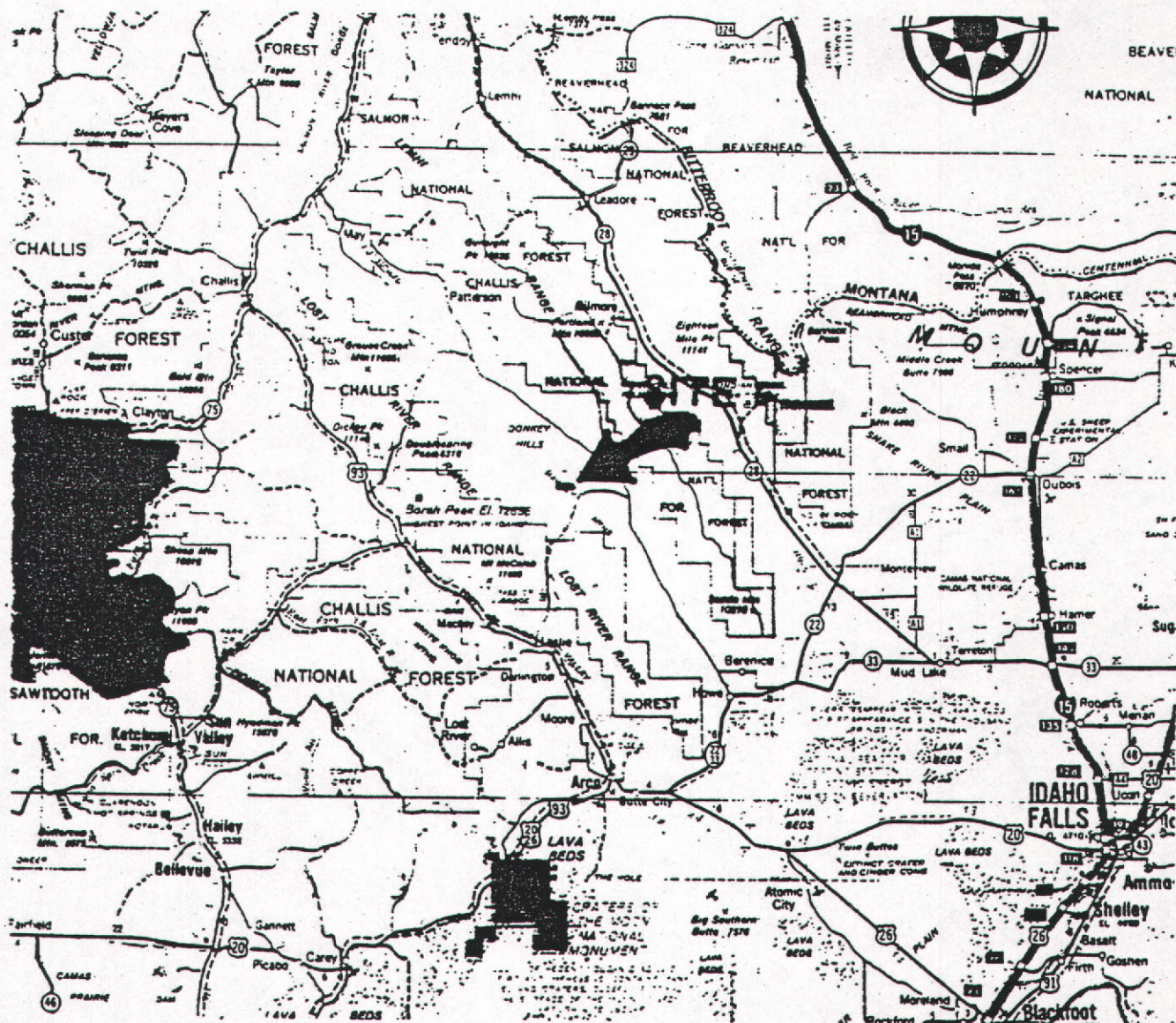


FIGURE 1 SITE LOCATION MAP DRY CREEK HYDROELECTRIC PROJECT



0 12.5 25 miles



IDAHO

PROJECT# 10024.01

MICROFILMED
 MAY 2 1988
 ERM

COMMUNITY OF PWE

NORTHERN HALF OF BUTTE COUNTY

PROJECT SITE
FOR DETAIL OF SHADED
SECTION OF BUTTE COUNTY
SEE THIS SHEET

EXISTING DIVERSION
STRUCTURE

36 INCH IRRIGATION PIPELINE
INSTALLED PARALLEL TO
EXISTING FLUME FROM DIVERSION
STRUCTURE TO HERE

EXISTING CONCRETE FLUME
EMPTIES INTO CANAL

EXISTING CANAL EMPTIES
INTO WET CREEK

WET CREEK EMPTIES INTO
LITTLE LOST RIVER

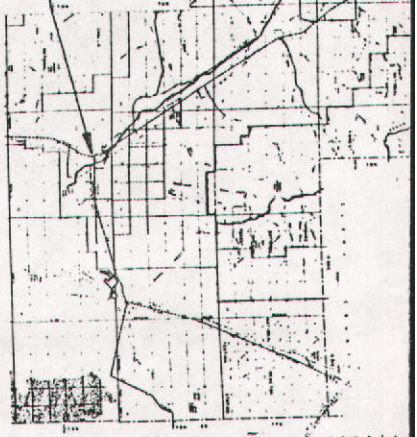
LEGEND

PRIVATE LAND	
STATE LAND	
BLM LAND	

DRY CREEK
HYDRO PROJECT

MICROFILMED

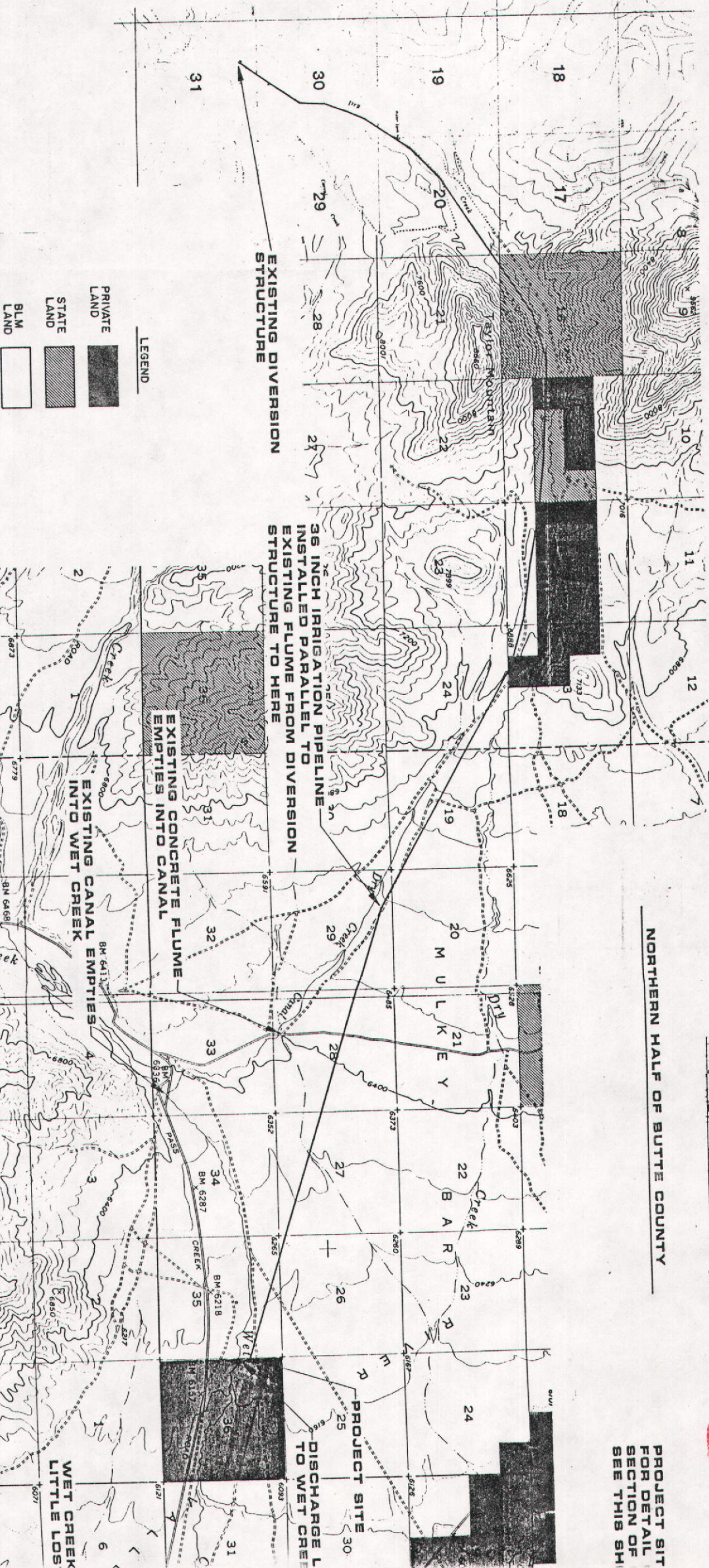
COMMUNITY OF HOWE



MICROFILMED

NORTHERN HALF OF BUTTE COUNTY

PROJECT SITE
FOR DETAIL
SECTION OF
SEE THIS SH



EXISTING DIVERSION
STRUCTURE

36 INCH IRRIGATION PIPELINE
INSTALLED PARALLEL TO
EXISTING FLUME FROM DIVERSION
STRUCTURE TO HERE

EXISTING CONCRETE FLUME
EMPTYING INTO CANAL

EXISTING CANAL
EMPTYING INTO WET CREEK

PROJECT SITE
FOR DETAIL
SECTION OF
SEE THIS SH

WET CREEK
LITTLE LOS.

DRY CREEK
HYDRO PROJ

EXHIBIT

TRIBUNE PUBLISHING COMPANY, INC.
The Lewiston Morning Tribune
505 C St., P.O. Box 957
Lewiston, Idaho 83501
(208) 743-9411

Date 052286 INVOICE No. L00076209
Account No. 44660
Description 76209NOTIC
Times 2 Lines 34
Tab Lines _____

**LEGAL ADVERTISING
INVOICE**

SOLD TO: STATE OF IDAHO
DEPT. OF WATER RESOURCES
150 SHOUP AVE., SUITE 15
IDAHO FALLS
ID 83402

RECEIVED

MAY 27 1986

Department of Water Resources
Eastern District Office

\$ 29.75

NOTICE: This is an invoice of Purchase made by you. Statement will be rendered the first of the month.
Please Retain This Invoice as Your Statement Will Refer To Invoice by No. Only.

AFFIDAVIT OF PUBLICATION

76209
**NOTICE OF APPLICATION
FOR WATER RIGHT**
The following applications have been filed to appropriate the public waters of the State of Idaho:
33-7181
D & D STAUFFER, INC.
HOWE, ID 83244
Source: DRY CREEK trib. to LITTLE LOST RIVER
Diversion Pt: NENW Sec 31 T 10N R 25E
Use: POWER 11/1 to 5/31 (33.0 CFS) POWER 6/1 to 10/31 (15.0 CFS)
Date Filed: 05/01/1986
In: SWNW Sec 36 T 10N R 26E
When water requested for appropriation by this application is used in conjunction with application for permit 33-7154 and permit 33-7089 an amount not to exceed 85cfs may be diverted on a year around basis.
The permits will be subject to all prior water rights. Protests may be submitted based on the criteria of Sec. 42-203A, Idaho Code and/or the public interest criteria of Sec. 42-203C, Idaho Code. Protests must be filed with the Director, Dept. of Water Resources, 150 Shoup Ave., Suite 15, Idaho Falls, Idaho, 83402 on or before June 2, 1986.

KEN DUNN
Director

STATE OF IDAHO, ss.
County of Nez Perce

R. R. Thomason, being duly sworn,
deposes and says, I am the Legal Clerk
of the Tribune Publishing Company, a corporation organized and existing under and by virtue of the laws of the State of Idaho, publishers of the LEWISTON MORNING TRIBUNE, a newspaper of general circulation published at Lewiston, Nez Perce County, Idaho; That the said Lewiston Morning Tribune is an established paper and has been published regularly and issued regularly at least once a day for more than 21 consecutive years next immediately preceding the first publication of this notice, and has been so published uninterrupted for said period; that the

NOTICE OF APPLICATION FOR
attached hereto and which is made a part of this affidavit was published in the said Lewiston Morning Tribune, 2 time(s). Publication beginning on 051586, or once a WEEK for 2 consecutive WEEKS, the first publication thereof being on the 051586, and the last publication thereof being on the 052286, and said

NOTICE OF APPLICATION FOR
was so published in the regular and entire issue of said newspaper and not in a supplement thereof and was so published in every issue and number of the said paper, during the period and times of publication as set forth above.

SUBSCRIBED AND SWORN BEFORE ME THIS THE 22
day of May 1986

Herald M. Lantz

Notary Public in and for the State of Idaho,
residing at Lewiston, therein.

MICROFILMED



State of Idaho

DEPARTMENT OF WATER RESOURCES

1301 North Orchard Street, P.O. BOX 83720, Boise, Idaho 83720-0098

Phone: (208) 327-7900 FAX: (208) 327-7866

PHILIP E. BATT
GOVERNOR

KARL J. DREHER
DIRECTOR

July 7, 1997

WESTINGHOUSE ELECTRIC CORP
C/O CHUCK STERN
FINANCIAL SERVICES UNIT
11 STANWIX ST RM 1188
PITTSBURGH PA 15222

RE: WATER RIGHT NOS. 33-07089/33-07154/33-07181

Dear Water Right Holders:

The Department of Water Resources (the Department) has issued the enclosed licenses confirming that water rights have been established in accordance with the permits referenced above. The licenses are Preliminary Orders issued by the Department pursuant to section 67-5243, Idaho Code. They can and will become final orders without further action of the Department unless a party petitions for reconsideration or files an exception and/or brief as further described below:

PETITION FOR RECONSIDERATION

Any party may file a petition for reconsideration of a preliminary order with the Department within fourteen (14) days of the service date of this order. The Department will act on a petition for reconsideration within twenty-one (21) days of its receipt, or the petition will be considered denied by operation of law. See section 67-5243(3), Idaho Code.

EXCEPTIONS AND BRIEFS

Within twenty-one (21) days after (a) the service date of a preliminary order, (b) the service date of a denial of a petition for reconsideration from this preliminary order, or (c) the failure within twenty-one (21) days to grant or deny a petition for reconsideration from this preliminary order, any party may in writing support or take exceptions to any part of a preliminary order and may file briefs in support of the party's position on any issue in the proceeding. Otherwise, this preliminary order will become a final order of the Department.

If any party appeals or takes exceptions to this preliminary order, opposing parties shall have twenty-one (21) days to respond to any party's appeal. Written briefs in support of or taking exceptions to the preliminary order shall be filed with the Department. The Department retains the right to review the preliminary order on its own motion.

MICROFILMED
JUL 18 1997

MEMORANDUM

DATE: May 21, 1997

TO: Files 33-07089, 33-07181, and 33-07154

FROM: Shelley W. Keen *SWK*

RE: Address

This morning I spoke to Rob Stauffer, the plant manager for the Dry Creek hydro facility. He informed me that Dominion Power Services is the project manager for Westinghouse Electric and that correspondence pertaining to the water rights should be mailed to the following address:

Dominion Power Services, Inc.
Attn: Fred Moss
699 E. S. Temple
Suite #220
Salt Lake City, UT 84102

MICROFILMED

JUL 18 1997

MEMORANDUM

TO: Files 33-07154, 33-07181 AND 33-07089

FROM: Kari Lynn

DATE: May 20, 1997

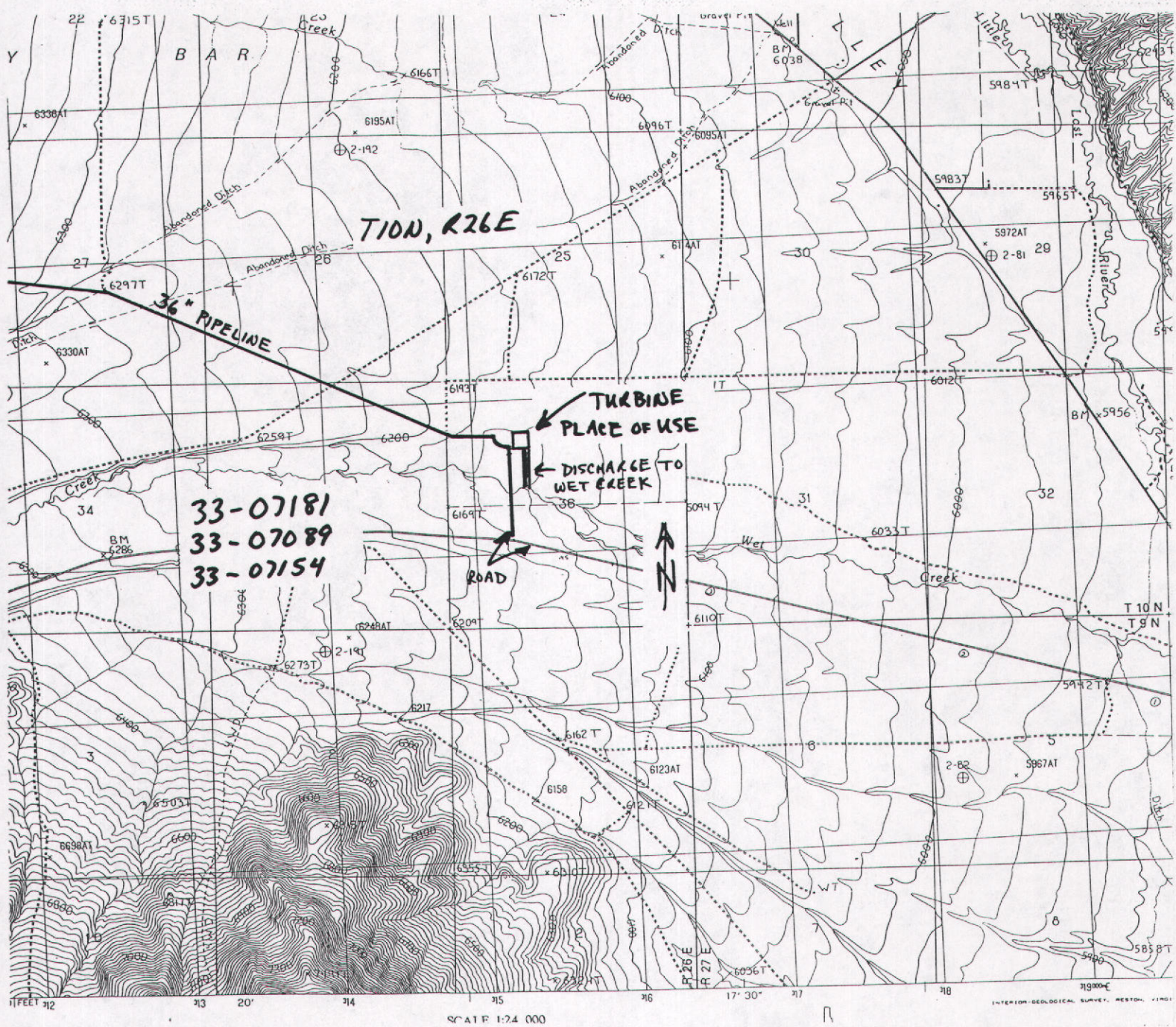
RE: Address Correction

After having 2 attempts to send mail to Westinghouse Electric Corp. c/o Donald Paton, Lease Finance Group, 301 Grant Street, Pittsburgh, PA 151219 and in having the mail returned to us I called Pittsburgh, PA telephone information and was given the number 412-937-6100.

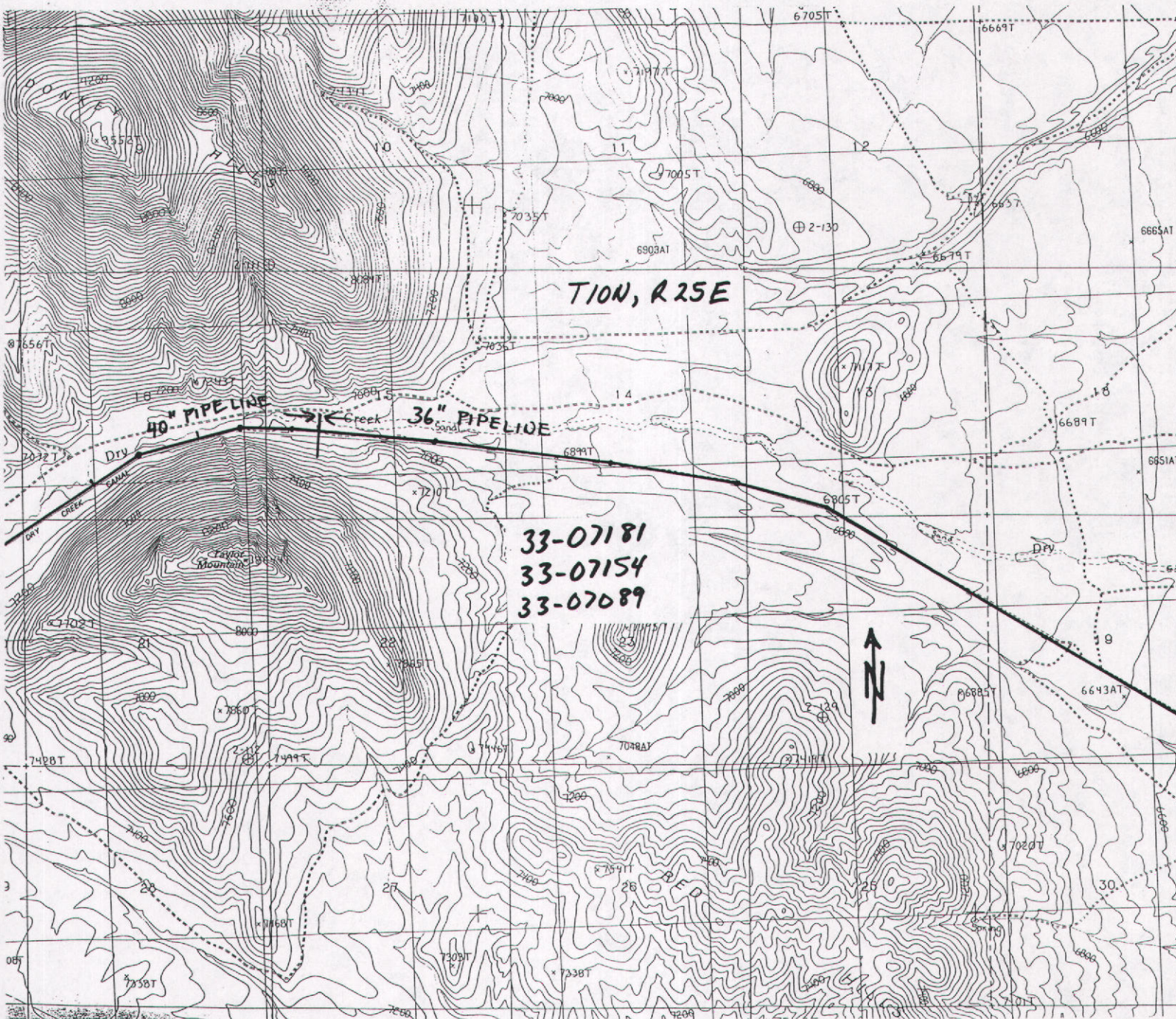
I called that number - they didn't know Donald Paton and gave me a number (412-244-4888) for the "main office" for Westinghouse Electric. I spoke to Betty at that number. She searched her data base and was unable to locate Donald Paton. She also checked under the spelling of "Patton" and found nothing. When I explained the nature of the call she suggested we contact the Westinghouse Legal Dept. at 11 Stanwix Street, Pittsburgh, PA 15222.

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JUL 18 1997

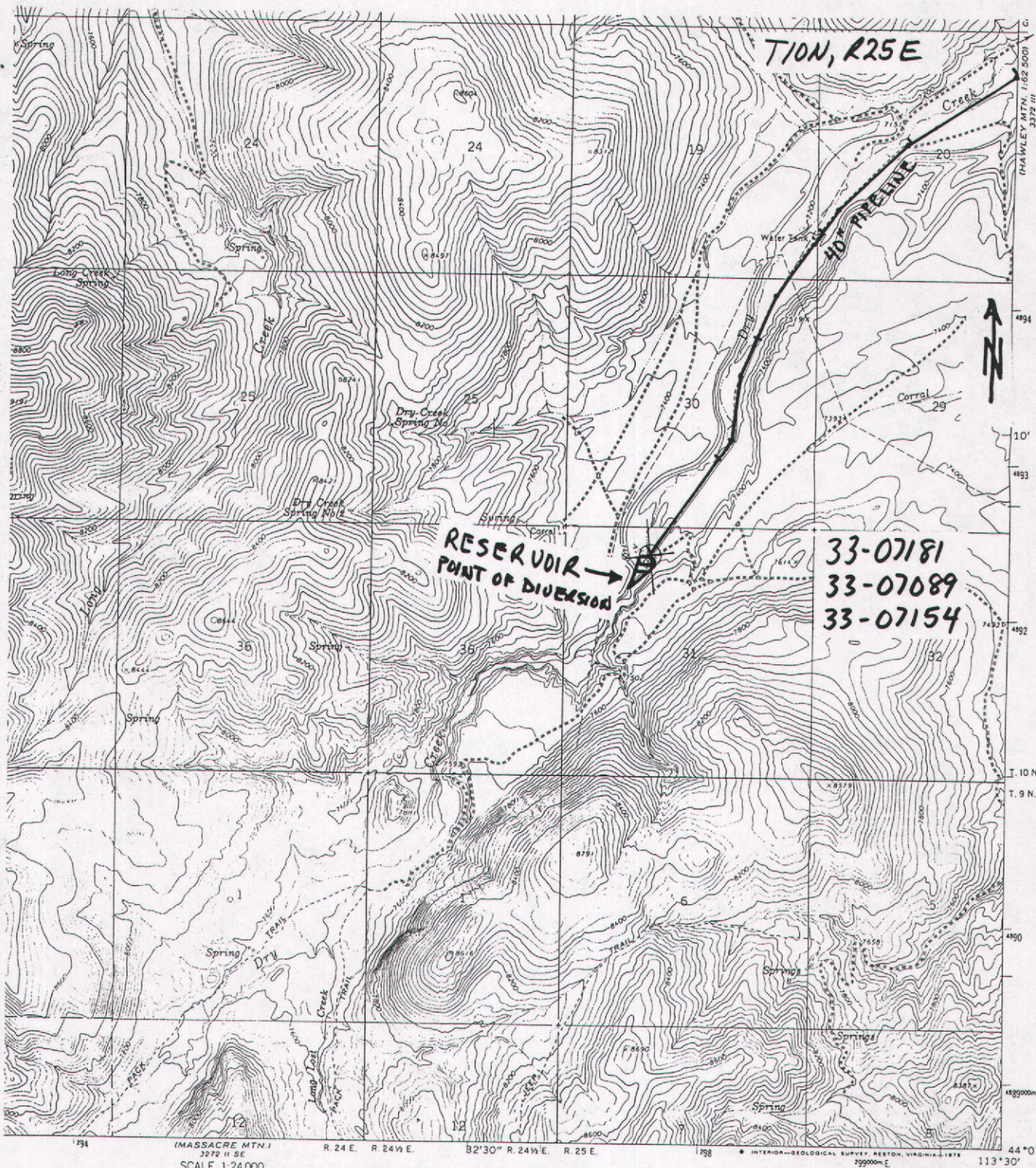


33-07181
MICROFILMED
JUL 18 1997



33-07181
33-07154
33-07089

33-07181
JUL 18 1997



ROAD CLASSIFICATION
Unimproved dirt

MICROFILMED
33-07181
JUL 18 1997

Lower Turbine
Left Hand

00-00 00:4700 *R
+002.60 % AI2

0642.7 MMSEC
100.04 % T0

PRINTER USE
? YES

MODE SELECT
INPUT

OUTER DIAMETER
18.5000 IN

PIPE MATERIAL
? CS,SS

WALL THICKNESS
0.4720 IN

INNER LINING
? NO LING.

KIND OF FLUID
? ANOTHER

SOUND VELOCITY
1470 M/S-

SENSOR MOUNTING
? U

TYPE OF SENSOR
? SMALL

DATA CHANGE
? NO

SPACING
15.668 IN U

ZERO MODE
AUT ZERO

MM-DD HH:MM
06-08 11:18

06-08 11:1800 *R
+002.60 % AI2

MODE SELECT
TO CHECK

0642.6 MMSEC
100.03 % T0

06-08 11:1800 *R
+ 1.287E 46PM

06-08 11:2700 *R
+ 1.794E 46PM

1.794E - 46PM

Test #1 Upper Turbine

PRINTER USE
? YES

00-00 00:1600
+002.60 % AI2

MODE SELECT
TO CHECK

0644.4 MMSEC
100.26 % T0

0644.4 MMSEC
100.26 % T0

MODE SELECT
INPUT

OUTER DIAMETER
19.0500 IN

PIPE MATERIAL
? CS,SS

WALL THICKNESS
0.4720 IN

INNER LINING
? NO LING.

KIND OF FLUID
? ANOTHER

SOUND VELOCITY
1470 M/S-

SENSOR MOUNTING
? U

TYPE OF SENSOR
? SMALL

DATA CHANGE
? NO

SPACING
14.914 IN U

ZERO MODE
AUT ZERO

46% Nozzle
00-00 00:1900 *R
+ 1.225E 46PM

Valve 84% Nozzle FILMED

00-00 00:2000 *R
+ 1.648E 46PM

1.648E - 46PM

OUTER DIAMETER
18.050 IN

PIPE MATERIAL
? CS,SS

WALL THICKNESS
0.4720 IN

INNER LINING
? NO LING.

KIND OF FLUID
? ANOTHER

SOUND VELOCITY
1440 M/S-

SENSOR MOUNTING
? U

TYPE OF SENSOR
? SMALL

DATA CHANGE
? NO

SPACING
14.561 IN U

ZERO MODE
AUT ZERO

00-00 00:1000
+002.60 % AI2

MODE SELECT
TO CHECK

0644.4 MMSEC
098.50 % T0

MODE SELECT
DATA SET

DATA SET MODE
? PRINTER

33-07181

313

POINT OF
DISCHARGE
INTO
WET CREEK



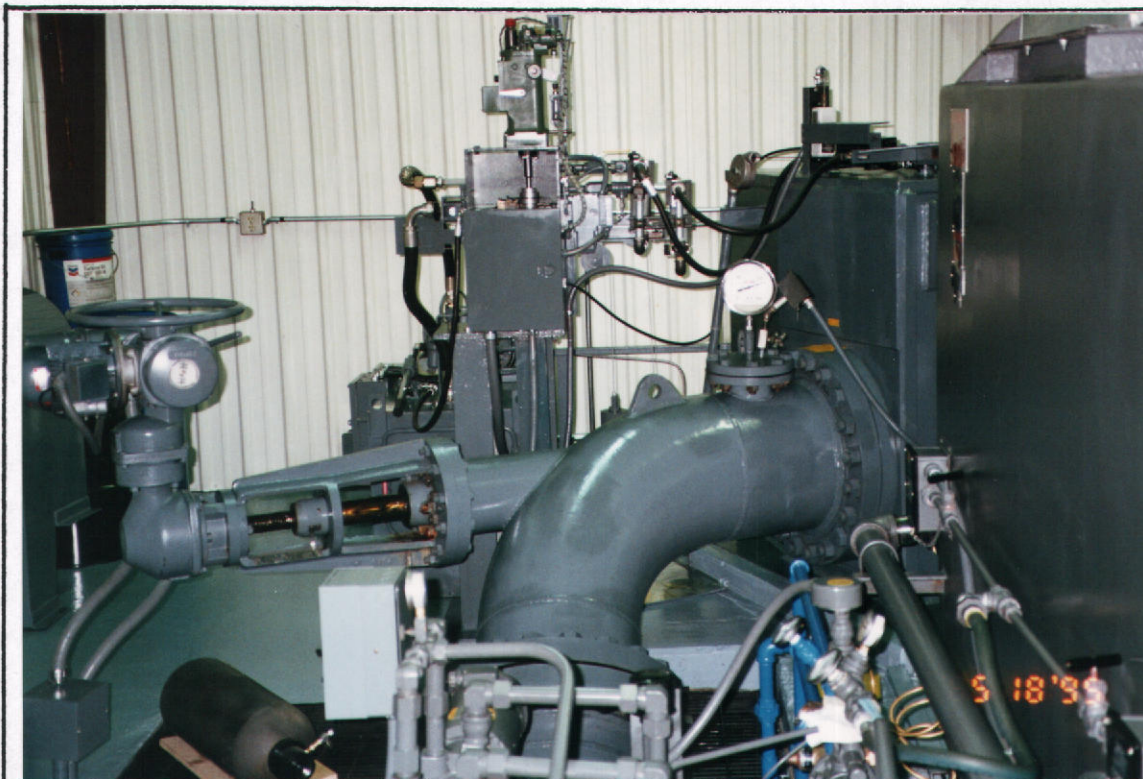
FLUME
MEASUREMENT
POINT ON
DISCHARGE
FLOW



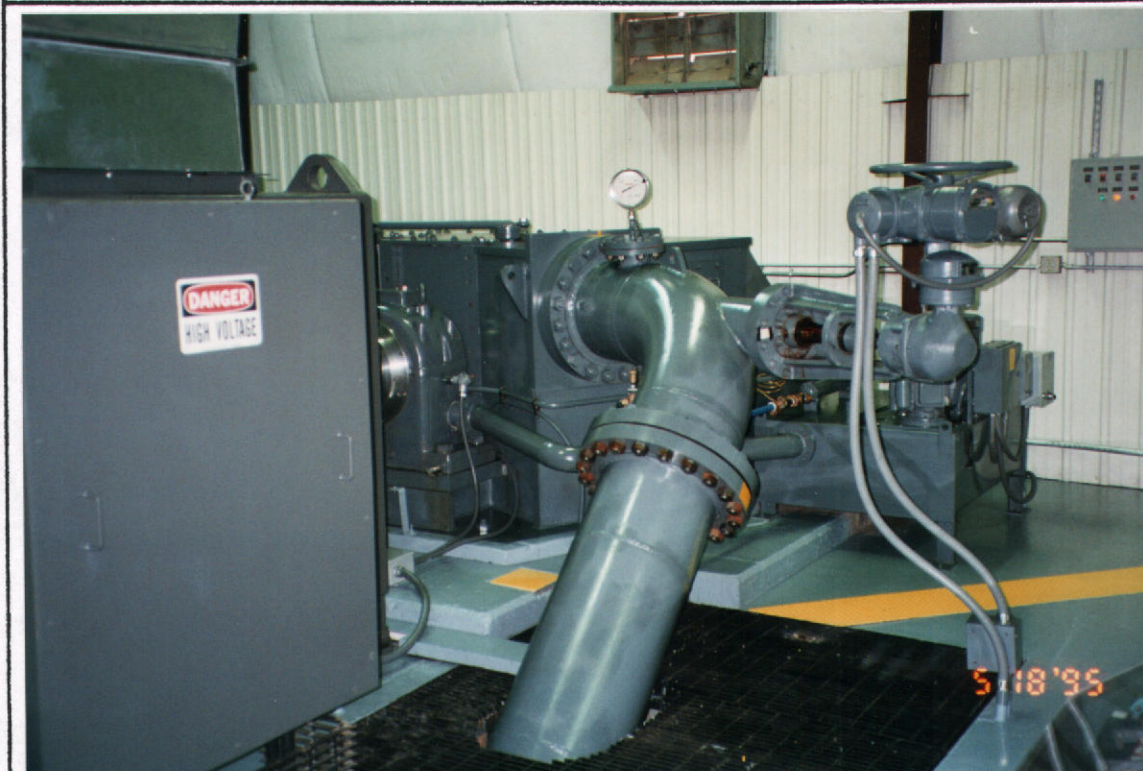
MICROFILMED
JUL 18 1997

33-07181

213



LEFT SIDE
LOWER
TURBINE
INPUT
INTERIOR
OF POWER
PLANT



RIGHT SIDE
UPPER
TURBINE
INPUT
PLACE OF
USE

MICROFILMED
JUL 18 1997

33-07181

WESTING HOUSE ELECTRIC CORP.
POWER

10/3

DRY CREEK
RESERVOIR
POINT OF
DIVERSION



POWER
PLANT ON
WET CREEK
PLACE OF
USE



←
DISCHARGE
CHANNEL

MICROFILMED

JUL 18 1997

33-07181

MEMORANDUM

FROM: Gary Spackman *Gary*

TO: File

DATE: March 18, 1987

RE: Permits Nos. 33-7154 & 33-7181

On Thursday, March 12, I spoke to Scott Campbell, attorney for HDI, the permit holder. A concern was voiced regarding the six to seven mile length of the delivery pipeline, the failure of which could cause the non delivery of water to downstream water users.

Scott Campbell spoke with his client, and reassured me that a bypass valve would be located just upstream from the generators in the penstock. This bypass will allow the flow of water around the generation plant if the generators are not being used. It does not, however, guarantee delivery of water to downstream users if the pipeline were to fail in the manner that the Birch Creek delivery pipeline failed. Responsibility for the integrity of the delivery system must fall upon the entity agreeing to the delivery of irrigation water through the pipeline. I do not believe it is our responsibility to follow up the design any further at this point in time.

MICROFILMED

APR 04 1988



State of Idaho

DEPARTMENT OF WATER RESOURCES

STATE OFFICE, 450 W. State Street, Boise, Idaho

CECIL D. ANDRUS

Governor

A. KENNETH DUNN

Director

Mailing address:
Statehouse
Boise, Idaho 83720
(208) 334-4440

March 17, 1987

HDI Associates Iv
10394 West Chatfield Avenue, #108
Littleton, CO 80127

Re: Application for Permit Nos. 33-7154 and 33-7181

Dear Sir or Madam:

Enclosed is a copy of the Order Establishing Term of Water Right.

Please be advised that if you do not agree with the decision of the Department, you may within fifteen (15) days of receipt of the Order request a hearing before the Director. Failure to timely petition the Director within fifteen days of the receipt of the Order may prevent you from further contesting the rejection of your application.

Sincerely,

GARY SPACKMAN, Supervisor
Water Allocation Section

GS:jf

Enclosures

MICROFILMED

APR 04 1988

Agency Comments - The U.S. Fish and Wildlife Service and the State Fish and Game agencies are requested, for the purposes set forth in Section 10 of the Federal Power Act, to file within 45 days from the date of issuance of this notice appropriate terms and conditions to protect any fish and wildlife resources or otherwise carry out the provisions of the Fish and Wildlife Coordination Act. General comments concerning the project and its resources are requested; however, specific terms and conditions to be included as a condition of exemption must be clearly identified in the agency letter. If an agency does not file terms and conditions within this time period, that agency will be presumed to have none. Other Federal, State, and local agencies are requested to provide comments they may have in accordance with their duties and responsibilities. No other formal requests for comments will be made. Comments should be confined to substantive issues relevant to the granting of an exemption. If an agency does not file comments within 45 days from the date of issuance of this notice, it will be presumed to have no comments. One copy of an agency's comments must also be sent to the Applicant's representatives.

Konggib, Far Plumb

MICROFILMED

**NOTICE OF APPLICATION
FOR WATER RIGHT**

The following applications have been filed
to appropriate the public waters of the State
of Idaho:

33-7181

D & D STAUFFER, INC.
HOWE, ID 83244

Source: DRY CREEK trib. to LITTLE
LOST RIVER

Diversion Pt: NENW Sec. 31 T 10N R 25E

Use: POWER 11-1 to 5-31 (33.0 CFS)

POWER 6-1 to 10-31 (15.0 CFS)

Date Filed: 05-01-1986

In: SWNW Sec. 36 T 10N R 26E

When water requested for appropriation
by this application is used in conjunction
with application for permit 33-7154 and
permit 33-7089 an amount not to exceed 85cfs
may be diverted on a year around basis.

The permits will be subject to all prior
water rights. Protests may be submitted
based on the criteria of Sec. 42-203A, **Idaho
Code** and-or the public interest criteria of
Sec. 42-203C, **Idaho Code**. Protests must be
filed with the Director, Dept. of Water
Resources, 150 Shoup Ave., Suite 15, Idaho
Falls, Idaho, 83402 on or before June 2, 1986.

KEN DUNN
Director

Published 5-15-86 & 5-22-86.

MICROFILMED

RECEIVED

FEB - 6 2002

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

Department of Water Resources

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 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
<u>33-07089</u>	_____	___	_____	_____	___
<u>33-07154</u>	_____	___	_____	_____	___
<u>33-07181</u>	_____	___	_____	_____	___
_____	_____	___	_____	_____	___
_____	_____	___	_____	_____	___

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) Westinghouse II Stanwix Street Rm 1188
Pittsburgh, PA 15222
4. New Owner/Claimant(s) Dry Creek, L.L.C.
 Name Connector (Check one): ☐ and, ☐ or, ☐ and/or
5203 South 11th East
 New Mailing Address
Idaho Falls, ID 83404
 City, State and ZIP Code
0 (208) 522-8069
 New Telephone Number
9/15/00
5. Date you acquired the property

See file # 33-7089 for support documentation

MICROFILMED

APR 03 2002

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 Description (cubic feet per second or acre-feet per annum) (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 Description (cubic feet per second or acre-feet per annum) (acres, number and type of stock, homes, etc)	_____
Irrigation	_____
Stock	_____
Domestic	_____
Other	_____
Total	_____

7. Signature of New Owner(s) or Claimant(s) T.M.
(include title if applicable)

Member

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>J. Masi</u>	Date <u>2/6/02</u>	Fee <u>\$75.00</u>	
Receipted by <u>J. Masi</u>	Date <u>2/6/02</u>	Receipt No. <u>0059774</u>	
Processed by <u>AJ</u>	Date _____	WR _____	Date _____

MICROFILMED
APR 03 2002

State of Idaho
Department of Water Resources

WATER RIGHT LICENSE

WATER RIGHT NO. 33-07181

Priority: May 3, 1986

Maximum Diversion Rate: 24.00 CFS
Maximum Diversion Volume: 11892.0 AF

This is to certify, that WESTINGHOUSE ELECTRIC CORP
C/O CHUCK STERN
FINANCIAL SERVICES UNIT
11 STANWIX ST RM 1188
PITTSBURGH PA 15222

has complied with the terms and conditions
of the permit, issued pursuant to Application for Permit dated May 1, 1986; and
has submitted Proof of Beneficial Use on November 3, 1994. An examination indicates
that the works have a diversion capacity of 76.000 cfs of water from:

DRY CREEK tributary to LITTLE LOST RIVER

source, and a water right has been established as follows:

<u>BENEFICIAL USE</u>	<u>PERIOD OF USE</u>	<u>RATE OF DIVERSION</u>	<u>ANNUAL VOLUME</u>
POWER	11/01 to 05/31	24.00 CFS	10074.0 AF
POWER	06/01 to 10/31	6.00 CFS	1818.0 AF
	Totals	24.00 CFS	11892.0 AF

LOCATION OF POINT(S) OF DIVERSION: NENW , Sec. 31, Township 10N, Range 25E
CUSTER County

PLACE OF USE: POWER
TWN RGE SEC
10N 26E 36 SWNW

PLACE OF USE: POWER
TWN RGE SEC
10N 26E 36 SWNW

CONDITIONS OF APPROVAL AND REMARKS

1. The maximum diversion volume is defined as the maximum allowable volume of water that may be diverted annually from the source under this right. The use of water confirmed by this right is limited to the amount which can actually be beneficially used. The maximum diversion volume may be adjusted to more accurately describe the beneficial use or to implement accepted standards of diversion and use efficiency.
2. This water right is appurtenant to the described place of use.
3. This right is subject to all prior water rights and may be forfeited by five years of non-use.
4. Modifications to or variance from this license must be made within the limits of Section 42-222, Idaho Code, or the applicable Idaho law.

RECORDED
JUL 18 2007

State of Idaho
Department of Water Resources**WATER RIGHT LICENSE**

WATER RIGHT NO. 33-07181

CONDITIONS OF APPROVAL AND REMARKS

5. Use of water under this right shall be non-consumptive.
6. This right does not constitute Idaho Public Utilities Commission or Federal Energy Regulatory Commission approval that may be required.
7. Use of water under this water right will be regulated by the watermaster of State Water District No. 33.
8. The rights for the use of water confirmed in this license shall be junior and subordinate to all rights for the use of water other than hydropower, within the State of Idaho that are initiated later in time than the priority of this right and shall not give rise to any right or claim against any future rights for the use of water, other than hydropower, within the State of Idaho initiated later in time than the priority of this right.
9. Water used under this right when discharged into a natural channel or subsurface system shall meet Idaho Water Quality Standards.
10. The diversion and use of water for hydropower purposes under this license is subject to review by the Director on or after November 1, 2024. Upon appropriate findings relative to the interest of the public, the Director may cancel all or any part of the use authorized herein and may revise, delete or add conditions under which the right may be exercised.
11. A measuring device and lockable controlling works of a type acceptable to the Department shall be maintained as part of the diverting works.
12. Rights 33-07089, 33-07154, and 33-07181 in combination shall not exceed a total diversion rate of 76.0 cfs.
13. Rights 33-07089 and 33-07154 are also diverted through the point(s) of diversion described above.
14. Facility known as Dry Creek Project.

This license is issued pursuant to the provisions of Section 42-219, Idaho Code, Witness the seal and signature of the Director, affixed at Boise, this 25th day of JUNE, 1997.


Acting for KARL J. DREHER, Director

JUL 19 1997

WATER RIGHT SUMMARY

ACTION	RIGHT NO.	NAME	AMOUNT CFS
Original Application	33-07181	D & D Stauffer, Inc	33.0
Full Assignment	33-07181	HDI Associates IV	33.0
Full Assignment	33-07181	Westinghouse Credit Corp	33.0
Full Assignment	33-07181	Westinghouse Electric Corp	33.0

APPROVED

MAY 25 1993

IN THE MATTER OF PERMIT NO. 33-07181)
)
IN THE NAME OF WESTINGHOUSE ELECTRIC CORP.) **ORDER OF**
) **REINSTATEMENT**

JAN 19 1995

Armt. of Fee \$: 550
 Receipt No. 0031894
 Receipt By: RT
 Date Received: 12/28/94

RECEIVED

DEC 27 1994

**STATE OF IDAHO
DEPARTMENT OF WATER RESOURCES**

Department of Water Resources

PROOF OF BENEFICIAL USE

The Idaho Department of Water Resources considers this form a statement that the permit holder(s) has/have completed all development that will occur under this permit and that water has been applied according to the provisions of the permit for the beneficial use(s) described below. This form must be accompanied by a license examination fee, when necessary, or be accompanied by a completed field examination report prepared by a certified water right examiner who has been appointed by the department.

1. Permit No. 33-07181 (33 C.F.s) Telephone No. (412) 393-3522

2. Name(s) of Permit Holder(s): Westinghouse Electric Corporation

3. Mailing Address: 11 Stanwix Street, Pittsburgh, PA 15222

4. Source of Water: Dry Creek If **GROUNDWATER** (well), Date Drilled: mo. / yr.

a. Well Driller: _____ Drilling Permit Number: _____ - _____ - _____

b. **OPTIONAL:**
 Pump Horsepower: _____ Pressure (psi): _____ Dynamic pumping level (ft): _____

5. Use(s) (as authorized by the water right permit):

Domestic (No. of households): _____ Stockwater (No. and type of stock): _____

Irrigation (No. of acres): Other: Hydroelectric Power Production

6. Total rate of diversion and/or volume for which proof is submitted: 85* cfs OR _____ acre feet
*total diversion rate including Permit #33-07154

7. Measuring Device Requirement: (refer to the approval conditions on your permit and respond accordingly)

(This question is not optional. Please check either yes or no. Proofs returned not checked accordingly, will be considered incomplete)

Measuring Device: Is a measuring device required? Yes or No X
Has the measuring device been installed? Yes X or No

Flow Measurement Port: Is a flow measurement port required? Yes _____ or No X
Has the measurement port been installed? Yes _____ or No X

8. Fee Enclosed: \$ (See Fee Schedule on back of the instructions for filing proof of beneficial use)

9. Person to contact to accompany the Department representative during field examination of the water system.

Name: Mr. Gary May **Telephone Number:** (801) 363-6111

Address: 699 E. South Temple, Suite 220, Salt Lake City, UT 84102

10. The information given on this form is my true statement of the extent to which the above numbered permit has been developed and I relinquish any undeveloped portion of the permit to the State of Idaho.

Signature of permit holder: Melvin E. Wintz, Sr. Investment Mgr. Date: 12/16/94
(Include your title, if on behalf of company or organization)

JAN 19 1995

HOLLAND & HART
ATTORNEYS AT LAW

DENVER
DENVER TECH CENTER
COLORADO SPRINGS
ASPEN
BILLINGS
BOISE
CHEYENNE
JACKSON
WASHINGTON, D.C.

SUITE 1400
WEST ONE PLAZA
BOISE, IDAHO 83702-7714
MAILING ADDRESS
P.O. BOX 2527
BOISE, IDAHO 83701-2527

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MAY 13 1993

Department of Water Resources
TELEPHONE (208) 342-5000
FACSIMILE (208) 343-8869

Dana L. Hofstetter

May 13, 1993

HAND DELIVERED

Idaho Department of Water Resources
Water Allocation Section
1301 North Orchard
Boise, ID 83706

Re: Idaho Water Permit Nos. 33-7089, 33-7154 and 33-7181

Dear Sir/Madam:

We are writing this letter to request that the Idaho Department of Water Resources ("IDWR") amend its records to reflect the transfer to Westinghouse Electric Company of Idaho Water Permit Nos. 33-7089, 33-7154 and 33-7181.

WCC was a wholly owned subsidiary of Westinghouse Electric Corporation. On May 3, 1993, WCC merged into Westinghouse Electric Corporation, the surviving corporation of the merger. As a result of the merger, all of WCC's personal and real property has been transferred to Westinghouse Electric Corporation. Enclosed are copies of the Articles of Merger, the Agreement and Plan of Merger, the First Amendment to Agreement and Plan of Merger and a Pennsylvania Certificate of Merger.

Section 2.2 of the Agreement and Plan of Merger indicates that all of WCC's real and personal property would be transferred upon merger to Westinghouse Electric Corporation. As a result of the merger, Westinghouse Electric now is the owner of the Dry Creek Hydroelectric Project and the three water right permits associated with that project, Nos. 33-7089, 33-7154 and 33-7181. The Dry Creek Hydroelectric Project is operational and Westinghouse Electric plans to continue operation of the Project.

We also enclose the following documents in support of our request that IDWR amend its records to reflect the new ownership:

1. A State of Idaho Certificate of Corporate Status for Westinghouse Electric Corporation dated May 10, 1993,

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MAY 25 1993

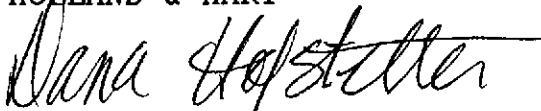
indicating that Westinghouse Electric Corporation has the authority to do business in the State; and

2. A January 29, 1987 Transfer Agreement and Water Service contract granting HDI Associates IV, a limited partnership, all of Dry Creek Development, Inc.'s right, title and interest in irrigation facilities used by the Dry Creek Hydroelectric Project. As a result of the prior foreclosure of HDI's interest in the Dry Creek Hydroelectric Project and the recent merger of WCC into Westinghouse Electric Corporation, Westinghouse Electric Corporation has succeeded to HDI's interest under this January 29, 1987 agreement.

Please let me know if you have any questions or need further documentation. Thank you for your attention to this matter.

Sincerely,

HOLLAND & HART


Dana L. Hofstetter

DLH:dkb
Enclosures
29031/19623.1002

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MAY 25 1993

HOLLAND & HART
ATTORNEYS AT LAW

DENVER
DENVER TECH CENTER
COLORADO SPRINGS
ASPEN
BILLINGS
BOISE
CHEYENNE
WASHINGTON, D.C.

SUITE 1400
WEST ONE PLAZA
BOISE, IDAHO 83702-7714
MAILING ADDRESS
P.O. BOX 2527
BOISE, IDAHO 83701-2527

TELEPHONE (208) 342-5000
TELECOPIER (208) 343-8869

Dana L. Hofstetter

January 3, 1992

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JAN 03 1992

HAND DELIVERED

Sharla Curtis
Idaho Department of Water Resources
1301 North Orchard
Boise, ID 83706

Department of Water Resources

Re: Idaho Water Permit Nos. 33-7089, 33-7154 and 33-7181

Dear Sharla:

We are writing this letter on behalf of Westinghouse Credit Corporation ("WCC") to request that the Idaho Department of Water Resources amends its records to reflect the transfer to WCC of Idaho Water Permit Nos. 33-7089, 33-7154 and 33-7181.

WCC formerly was the lessor and held a security interest in the Dry Creek Hydroelectric Project (the "Project") located in Custer and Butte Counties near Howe, Idaho. On September 18, 1991, Judge Edward J. Lodge of the United States District Court of the District of Idaho entered a Judgment of Foreclosure against the former Project owners and in favor of WCC. In October, Judge Lodge entered an Order directing the U. S. Marshal to sell the Dry Creek Hydroelectric Project at public auction to satisfy WCC's Judgment. WCC was the highest bidder at the public auction held December 17, 1991. As a result, WCC is now the owner of the Project. The Project is operational and WCC plans to continue operation of the Project.

Idaho Water Permit Nos. 33-7089, 33-7154 and 33-7181 are associated with the Dry Creek Hydroelectric Project and are critical to operation of the Project. WCC respectfully requests that the Idaho Department of Water Resources amend its records to reflect that these permits have been transferred to WCC.

Enclosed are copies of the Judicial Foreclosure Decree and the U. S. Marshal's Certificate of Sale. Page 2 of Exhibit A to the Judgment of Foreclosure and the U. S. Marshal's Certificate of Sale references Idaho Water Permit Nos. 33-7089, 33-7154 and 33-7181. Also enclosed are:

RECEIVED
MAY 25 1993

Sharla Curtis
January 3, 1992
Page 2

1. A State of Idaho Certificate of Corporate Status of Westinghouse Credit Corporation indicating that WCC has the authority to do business in the State; and
2. A January 29, 1987 Transfer Agreement and Water Service Contract granting HDI Associates IV, Limited Partnership all of Dry Creek Development, Inc.'s right, title and interest in irrigation facilities used by the Project. As a result of HDI's default, the foreclosure and the sale, WCC has succeeded to HDI's interest under this January 29, 1987 agreement.

Please do not hesitate to contact us if we may provide additional information or be of further assistance. Thank you for your attention to this matter.

Sincerely,

HOLLAND & HART



Dana L. Hofstetter

DLH:dkb:df
Enclosures
17229/19623.1002

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MAY 25 1993

State of Idaho

Department of State

CERTIFICATE OF CORPORATE STATUS OF

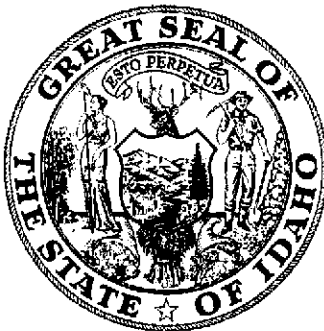
WESTINGHOUSE CREDIT CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that I am the custodian of the corporation records of this State.

I FURTHER CERTIFY That the records of this office show that the above-named corporation was incorporated under the laws of Delaware and was issued a certificate of Qualification in Idaho on May 7, 1956.

I FURTHER CERTIFY That the corporation's authority to do business has not been forfeited.

Dated: December 19, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

Jonny Coulson

Corporation Clerk

MAY 25 1993

TRANSFER AGREEMENT AND WATER SERVICE CONTRACT

THIS AGREEMENT, Made this 29th day of January, 1987, between HDI, Associates IV, Limited Partnership, a limited partnership, and Dry Creek Development, Incorporated, an Idaho corporation;

WITNESSETH:

WHEREAS, HDI, Associates IV, Limited Partnership, has acquired the rights, permits, licenses, exemptions, and other governmental authorizations necessary to develop a hydroelectric project which will utilize waters of Dry Creek, a stream located in Custer and Butte Counties, Idaho; and

WHEREAS, Dry Creek Development, Inc., constructed a diversion structure on Dry Creek and an attached concrete canal in 1965, which improvements are utilized to divert and convey the waters of Dry Creek for irrigation purposes; and

WHEREAS, Dry Creek Development, Inc., financed the construction costs of said diversion structure and concrete canal with a loan obtained from the Farmer's Home Administration, which loan has an outstanding balance of \$59,535.82 and is secured by a mortgage encumbering said diversion structure and concrete canal; and

WHEREAS, Dry Creek Development, Inc., possesses a right-of-way (easement) for the construction, operation, and maintenance of said diversion structure and concrete canal, which was granted by the Bureau of Land Management on behalf of the fee owner of the real property, the United States Government; and

WHEREAS, Dry Creek Development, Inc., possesses a right-of-way (easement) for the construction, operation, and maintenance of said

MAY 25 1993

concrete canal, which was granted by the fee owner of the real property, the State of Idaho, and

WHEREAS, The diversion structure and concrete canal, which was constructed by Dry Creek Development, Inc., are in need of substantial repair or complete replacement in order to properly divert and transport the waters of Dry Creek; and

WHEREAS, HDI, Associates IV, Limited Partnership, desires to utilize the existing Dry Creek diversion structure and make substantial improvements thereto as part of its Dry Creek hydroelectric project; and

WHEREAS, HDI, Associates IV, Limited Partnership, desires to construct a buried steel pipeline, which will be connected to the diversion structure and will convey the waters of Dry Creek for irrigation and hydroelectric purposes; and

WHEREAS, HDI, Associates IV, Limited Partnership, desires to utilize the rights-of-way (easements), previously granted to Dry Creek Development, Inc., by the Bureau of Land Management and the State of Idaho, for the construction, operation, and maintenance of the diversion structure improvements and the buried steel pipeline; and

WHEREAS, The Bureau of Land Management has required HDI, Associates IV, Limited Partnership, to cover the existing Dry Creek concrete canal as a condition of the assignment of the said right-of-way (easement) from Dry Creek Development, Inc., to HDI, Associates IV, Limited Partnership, which condition has been incorporated as part of the Federal Energy Regulatory Commission exemption from licensing for the Dry Creek hydroelectric project; and

MAY 25 1993

WHEREAS, The Farmer's Home Administration has refused to release the mortgage encumbering the Dry Creek diversion structure and concrete canal unless HDI, Associates IV, Limited Partnership, and Dry Creek Development enter into a water delivery contract, which is acceptable to the Farmer's Home Administration; and

WHEREAS, Dry Creek Development, Inc., desires to enter into a water delivery contract with HDI, Associates IV, Limited Partnership, which is acceptable to the Farmer's Home Administration; and

WHEREAS, Dry Creek Development, Inc., desires to convey, transfer, and assign to HDI, Associates IV, Limited Partnership, the rights-of-way (easements), previously granted to Dry Creek Development, Inc., by the Bureau of Land Management and the State of Idaho; and

WHEREAS, Dry Creek Development, Inc., desires to convey the Dry Creek diversion structure and concrete canal to HDI, Associates IV, Limited Partnership;

NOW, THEREFORE, In consideration of the mutual and dependent stipulations and covenants herein contained, it is hereby mutually agreed by and between the parties as follows:

1. Dry Creek Development, Inc., hereby transfers, conveys, grants, and assigns to HDI, Associates IV, Limited Partnership, and its successors in interest, all of its right, title, and interest in the Dry Creek diversion structure and concrete canal owned by Dry Creek Development, Inc., and the rights-of-way (easements) for said structures, previously granted to Dry Creek Development, Inc., by the Bureau of Land Management and the State of Idaho, for which HDI,

RECORDED

MAY 25 1993

Associates IV, Limited Partnership, agrees to pay Dry Creek Development, Inc., \$1.00 (one dollar) U.S. currency and other valuable consideration, which consideration is hereby acknowledged by the parties.

2. HDI, Associates IV, Limited Partnership, agrees to construct, operate, and maintain improvements to the Dry Creek diversion structure and a buried steel pipeline, which will convey the waters of Dry Creek to a discharge point in Wet Creek, after the waters have been used to generate hydroelectric power.

3. HDI, Associates IV, Limited Partnership, agrees to convey the waters of Dry Creek through the transferred diversion structure and buried steel pipeline and discharge said waters into Wet Creek from March 15 through November 15 of each year, so that said waters can be used for irrigation purposes by the shareholders of Dry Creek Development, Inc. This obligation shall commence only after the construction of the buried steel pipeline is complete. Prior to that event, HDI, Associates IV, Limited Partnership, agrees to convey the waters of Dry Creek through the transferred diversion structure and concrete canal, and discharge said waters into Wet Creek from March 15, 1987, until the buried steel pipeline is operational.

4. Dry Creek Development, Inc., in exchange for the water delivery described above in paragraph 3, agrees to pay a water delivery fee, payable on or before March 1 of each year. The fee shall be \$13,515.00 for each of the years 1987-1990. The total water delivery fees shall not exceed the total of \$59,535.82 plus any accrued interest owed to the Farmer's Home Administration by Dry Creek Development, Inc. The water delivery fee for 1991 shall be ~~being~~

MAY 25 1993

the amount of the balance of the Farmer's Home Administration loan and shall be payable on or before January 1, 1991. In lieu of payment of such water delivery fees to HDI, Associates IV, Limited Partnership, such payments shall be made to the Farmer's Home Administration in said amounts to be applied as payments on said loan and upon receipt thereof by Farmer's Home Administration shall constitute satisfaction of the payment of water delivery fees hereunder to the extent of such payment amount. After the Farmer's Home Administration loan has been fully repaid, no further water delivery fees shall be required.

5. Dry Creek Development, Inc., agrees that HDI, Associates IV, Limited Partnership, shall have the right to terminate the delivery of water through the transferred diversion structure and concrete canal or the buried steel pipeline to the discharge point in Wet Creek, for the irrigation use of Dry Creek Development, Inc., or its shareholders, if the water delivery fees are not paid in the manner and in the amounts specified in paragraph 4 above.

6. Dry Creek Development, Inc., also agrees and consents to the assignment to the Farmer's Home Administration by HDI, Associates IV, Limited Partnership, of the rights of termination, contained in paragraph 5 of this contract, and of the water delivery fees, described in paragraph 4 of this contract.

7. Dry Creek Development, Inc., retains no responsibility or liability pertaining to the fencing which borders the sides of the concrete canal.

8. HDI, Associates IV, Limited Partnership, agrees to continue to discharge water into Wet Creek from March 15 through

MAY 25 1993

November 15 of each year during periods when the power-generating facilities are not in operation. This provision is subject to the water delivery fee payment requirements contained in paragraphs 4, 5, and 6 above.

9. Dry Creek Development, Inc., agrees and consents that HDI, Associates IV, Limited Partnership, may assign this agreement, as a collateral assignment, to a financial institution of its choice, for the purposes of financing the development costs of this project.

10. HDI, Associates IV, Limited Partnership, agrees that all right, title, and interest in the rights-of-way (easements) and the diversion structure, herein granted, conveyed, and transferred to it by Dry Creek Development, Inc., together with the buried steel pipeline to be constructed by HDI, Associates IV, Limited Partnership, shall automatically revert and vest in Dry Creek Development, Inc., if HDI, Associates IV, Limited Partnership, provides Dry Creek Development, Inc., with express written notice that it has permanently abandoned the Dry Creek hydro-electric project. In no event shall such reversion occur prior to the full repayment of the Farmer's Home Administration Loan as described in paragraphs 4 through 6 above.

IN WITNESS WHEREOF, The parties hereto have caused this Agreement to be executed the day and year first above written.

HDI, ASSOCIATES IV, LIMITED PARTNERSHIP
By HDI-Idaho, Inc., General Partner

By Donnie R. Pope
Donnie R. Pope, Vice President

RECORDED
INDEXED

MAY 25 1993

DRY CREEK DEVELOPMENT, INC.
BOARD OF DIRECTORS

William Stauffer
William Stauffer, President

Robert Amy
Robert Amy, Vice President

Emilen Mays
Emilen Mays, Board Member

George Woodie
George Woodie, Board Member

Earl Wortley
Earl Wortley, Board Member

MAY 25 1993

Larry E. Prince
Debra K. Ellers
HOLLAND & HART
Suite 1400, West One Plaza
Post Office Box 2527
Boise, Idaho 83701
Telephone: (208) 342-5000

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JAN 03 1992

Department of Water Resources

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF IDAHO

WESTINGHOUSE CREDIT CORPORATION,
a Delaware corporation,

Plaintiff,

vs.

HDI ASSOCIATES IV LIMITED
PARTNERSHIP, an Idaho limited
partnership; HDI-IDAHO, INC., an
Idaho corporation; HYDROELECTRIC
DEVELOPMENT, INC., a Colorado
corporation; the UNITED STATES OF
AMERICA, acting through the FARMERS
HOME ADMINISTRATION, UNITED STATES
DEPARTMENT OF AGRICULTURE; DARYL L.
ANDREASON and BRENDA D. ANDREASON,
husband and wife; and ANY AND ALL
UNKNOWN HEIRS, OR UNKNOWN DEVISEES
OF ANY DECEASED PERSON CLAIMING ANY
INTEREST IN THE PROPERTY WHICH IS
THE SUBJECT OF THIS ACTION AND
REFERRED TO FOR CONVENIENCE AS
DOES I-X,

Defendants.

Case CIV 91-0060 E EJL

U. S. MARSHAL'S
CERTIFICATE OF SALE

0025501

FILED

DEC 17 1991

A.M. 1:20 P.M.

BLADE COUNTY RECORDER

I, Michael L. Johnson, United States Marshal for

the State of Idaho, do hereby certify that under and by virtue of

MAY 25 1993

an Order of Sale issued out of the United States District Court for the District of Idaho, in a certain action then pending therein, wherein Westinghouse Credit Corporation was Plaintiff and HDI Associates IV Limited Partnership, HDI-Idaho, Inc., Hydroelectric Development, Inc., The United States of America, acting through the Farmers Home Administration, United States Department of Agriculture; Daryl L. Andreason and Brenda D. Andreason, were Defendants, which said Order was entered on the 11th day of October, 1991, whereby I was commanded to sell the premises therein described and hereinafter described, according to law, and apply the proceeds of such sale toward the satisfaction of the Judgment in said action in the total sum of \$6,682,257.46, in favor of said Plaintiff against Defendant HDI Associates IV Limited Partnership, together with accruing costs and interests, I, LARRY B. HUNT, on the 17th day of December, 1991, at 1:00 o'clock p.m. of said day, at the County of Butte, State of Idaho, duly sold said property hereinafter described, at public auction, according to law, after due and legal notice thereof had been given, unto WESTINGHOUSE CREDIT CORPORATION, who made the highest and best bid therefor, for the sum of \$4,402,063.75, which was the whole sum paid for said ^{Property} ~~real~~ ~~estate~~ described in said execution in foreclosure and located in the Counties of Butte and Custer, State of Idaho, and more particularly described as follows:

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MAY 25 1993

See Exhibit A hereto.

AND I DO FURTHER CERTIFY that the said property was sold in one parcel and that the sum of \$4,102,063.75 was the highest bid made, and the whole price paid therefor, and the same is not subject to redemption by HDI Associates IV, Limited Partnership, HDI-Idaho, Inc. or Hydroelectric Development, Inc., but is subject to redemption by the other Defendants within one (1) year after the sale if the real property consisted of a tract of land of more than twenty (20) acres, and within six (6) months after the sale if the real property sold consisted of a tract of land twenty (20) acres or less, pursuant to statute in such case made and provided.

DATED this 17TH day of DECEMBER, 1991.

MICHAEL L. JOHNSON
U. S. MARSHAL

BY: LARRY B. HUNT
Larry B. Hunt
Deputy U.S. Marshal

14841

RECORDED

MAY 25 1993

EXHIBIT A

All of HDI Associates IV, Limited Partnership, an Idaho limited partnership ("HDI Associates"), Hydroelectric Development, Inc., a Colorado corporation ("Hydroelectric Development"), and HDI-Idaho, Inc.'s ("HDI-Idaho") (HDI Associates, Hydroelectric Development and HDI-Idaho shall be collectively referred to as the "HDI Entities") right, title, estate and interest in and to the following described property (the "Mortgaged Property"):

1. That certain real property located in eastern Idaho along Dry Creek approximately fifty-five miles north of the town of Arco, and more particularly described in Schedule 1 attached hereto (the "Site"), which is the location of a four megawatt hydroelectric facility for the generation of electrical energy (the "Facility").

2. That certain Ground Lease, dated as of March 1, 1988 by and between HDI Associates and Westinghouse Credit Corporation, a Delaware corporation (the "Ground Lease").

3. All covenants, agreements, rights, appurtenances, tenements, hereditaments, privileges, franchises and appendages of or relating to the Site or the Facility and all right, title, estate and interest of the HDI Entities in and to the Easements (Easements shall mean the easement interests described in Schedule 1 hereto) and any streets, roads or public places, easements or rights of way relating to the Site or the Facility; and the diversion structure, the penstock and the transmission line associated with the Site and the Facility including, without limitation, the following:

(a) United States Department of the Interior Bureau of Land Management Right of Way permit Serial Number I-23042;

(b) State of Idaho Easement number 5300;

(c) State of Idaho Temporary Permit number 1917 and State of Idaho Easement number 5488;

(d) Grant of Easement from Hatch Livestock dated November 6, 1986, Assignment of Grant of Easement dated February 19, 1987, and Amendment to Grant of Easement dated May 6, 1987;

(e) Special Use Easement and Water Distribution and Containment Agreement from Alan J. Amy and Afton Louise Amy dated February 11, 1987;

EXHIBIT

(f) Idaho Water Permit numbers 33-7089, 33-7154 and 33-7181;

(g) Grant of Easement by Robert Amy and Judy Amy dated February 13, 1987; and

(h) The Transfer Agreement and Water Service Contract with Dry Creek Development, Incorporated dated January 29, 1987.

4. All development rights, air rights, water, water rights, water right permit applications, water right permits, water right licenses, water stock, ditches or ditch rights and reservoirs or reservoir rights of the HDI Entities relating to the Site or the Facility, including, without limitation, Idaho Water Permit Nos. 33-7089, 33-7154 and 33-7181.

5. All structures, buildings, improvements, appurtenances and fixtures of any kind on the Site, including, without limitation the Facility (the "Improvements").

6. All leases, subleases and subtenancies, occupancy agreements and concessions (including the Ground Lease) affecting any of the Mortgaged Property, the Site or the Improvements (collectively, the "Project Leases"), and all future rents, royalties, income and profits arising from the Site, the Improvements or the Project Leases, including all production payments or other similar payments and all proceeds of the conversion, voluntary or involuntary, of the Mortgaged Property into cash or liquidated amounts or claims.

7. All present and future proceeds and claims arising on account of any damage to or taking of the Site or Improvements or any part thereof, and all causes of action and recoveries for any loss or diminution in the value of the Site or Improvements.

8. All present and future chattel paper of the HDI Entities relating to the Site or the Facility.

9. All present and future accounts of the HDI Entities and all goods repossessed or returned in connection therewith relating to the Site or the Facility.

10. All present and future goods, machinery, equipment, fittings and fixtures of the HDI Entities relating to the Site or the Facility of every kind and nature whatsoever, including without limitation, all machinery, dies, blueprints, catalogues, computer hardware and software, tools, motors, vehicles, furniture and furnishings, together with all additions and accessions thereto and replacements therefor, related to the development and use of the Site, Facility and the Improvements.

MAY 25 1993

11. All general intangibles of the HDI Entities relating to the Site or the Facility, including, without limitation, all rights, title and interest of the HDI Entities in, to or arising out of: (1) all contracts and agreements (excluding rights to sue, if any, the HDI Entities and Michael Demos, Cynthia F.L. Demos, Michael Galloway, Margaret M. Galloway, Hydro Consulting & Managing Services Corporation, Hydro Capital Services, Inc. and Hydro Capital Corporation (the "Consultant Entities")) with respect to the Facility, including, without limitation, the Power Purchase Agreement with Utah Power & Light Company dated May 2, 1986, and the Construction Contracts (the "Contracts"), (2) all patents, copyrights, and deposit accounts, (3) all consents, rights, exemptions, concessions, permits, licenses, authorizations, certificates, orders, franchises, determinations and approvals of any federal, municipal or governmental department, commission, board, bureau, agency or instrumentality with respect to or in connection with the Facility or the Site, including, without limitation, the water permits listed in paragraph 4 above, Federal Energy Regulatory Commission (FERC) Preliminary Permit No. 7623, and Final Permit No. 9134 (the "Governmental Authorizations"), and any other rights necessary to own, operate and use the Facility, now held or hereby acquired, (4) all warranties, guaranties and obligations of each and every contractor under all construction contracts, purchase orders, installation or supply agreements, guaranties and other contracts and agreements of whatever kind or character with respect to the Facility (the "Warranty Agreements"), (5) all claims arising thereunder and all rights to compel performance of the terms of the Warranty Agreements, the Contracts and the Governmental Authorizations, all payments and refunds that any contractor may be required to make with respect to the Facility and any portion thereof under any Warranty Agreements, and all payments under the Contracts and the Governmental Authorizations; (6) all names under or by which the site or Improvements is operated or known, and all rights to carry on business under any such names or any variant thereof, excepting therefrom the names of the HDI Entities and the Consultant Entities, (7) copies of all books, records and other information in whatever form and however stored, relating to the ownership, use and operation of the Facility and the Site, excluding confidential attorney-client communications and proposals and agreements related to efforts by the HDI Entities or the Consultant Entities to arrange a purchase of the Mortgaged Property after or through the foreclosure sale, and (8) all goodwill in any way relating to the Site and Improvements.

12. All present and future documents and instruments of the HDI Entities relating to the Site or the Facility, including, without limitation, documents of title, all goods repossessed or returned in connection therewith and all other property receivable with respect to any of the foregoing.

MAY 25 1993

13. All inventory of the HDI Entities relating to the Site or the Facility, including, without limitation, all fuel supplies, raw materials, work in progress and finished goods.

14. All present and future other property of the HDI Entities relating to the Site or the Facility in the possession, custody or control of the HDI Entities.

15. All present and future receivables and proceeds of the property, if any, described in paragraphs 1 through 14 above. For purposes of this Exhibit, the term "proceeds" includes whatever is receivable or received when the property referred to above or proceeds is sold, collected, exchanged or otherwise disposed of, whether such disposition is voluntary or involuntary, and includes, without limitation, all rights to payment, including returned premiums with respect to any insurance relating thereto.

14913

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MAY 25 1993

TRACT I:

Township 10 North, Range 25 E.B.M., Custer County, Idaho

Section 31: NE $\frac{1}{4}$ NW $\frac{1}{4}$

TRACT II:

Township 10 North, Range 25 E.B.M., Custer County, Idaho

Section 30: SE $\frac{1}{4}$ SW $\frac{1}{4}$; NE $\frac{1}{4}$ NE $\frac{1}{4}$; S $\frac{1}{2}$ NE $\frac{1}{4}$; W $\frac{1}{2}$ SE $\frac{1}{4}$

TRACT III:

Township 10 North, Range 25 E.B.M., Custer County, Idaho

Section 19: SE $\frac{1}{4}$ SE $\frac{1}{4}$

TRACT IV:

Township 10 North, Range 25 E.B.M., Custer County, Idaho

Section 20: SE $\frac{1}{4}$ NW $\frac{1}{4}$; N $\frac{1}{2}$ SW $\frac{1}{4}$; SW $\frac{1}{4}$ SW $\frac{1}{4}$; SW $\frac{1}{4}$ NE $\frac{1}{4}$; N $\frac{1}{2}$ NE $\frac{1}{4}$

TRACT V:

Township 10 North, Range 25 E.B.M., Custer County, Idaho

Section 21: NW $\frac{1}{4}$ NW $\frac{1}{4}$

TRACT VI:

Township 10 North, Range 25 E.B.M., Custer County, Idaho

Section 24: N $\frac{1}{2}$ NE $\frac{1}{4}$; SE $\frac{1}{4}$ NE $\frac{1}{4}$; NE $\frac{1}{4}$ NW $\frac{1}{4}$

TRACT VII:

Township 10 North, Range 25 E.B.M., Custer County, Idaho

Section 16: NE $\frac{1}{4}$ SW $\frac{1}{4}$; S $\frac{1}{2}$ SW $\frac{1}{4}$; N $\frac{1}{2}$ SE $\frac{1}{4}$; SW $\frac{1}{4}$ SE $\frac{1}{4}$

TRACT VIII:

Township 10 North, Range 25 E.B.M., Custer County, Idaho

Section 15: From a point of beginning on the West line of Section 15, Township 10 North, Range 25 E.B.M. that is 1884.84 feet N. 0°16'08" W. of the corner that is common to Sections 15, 16, 21 and 22, Township 10 North, Range 26 E.B.M., a line centered in a strip 40 feet wide, described as follows: S. 86°08'17" E. 1324.13 feet to a point on the East line of the NW $\frac{1}{4}$ SW $\frac{1}{4}$ Section 15, Township 10 North, Range 25 E.B.M., marked Station 433+83.50.

TRACT IX:

Township 10 North, Range 25 E.B.M., Custer County, Idaho

Section 15: NE $\frac{1}{4}$ SW $\frac{1}{4}$; N $\frac{1}{2}$ SE $\frac{1}{4}$

TRACT X:

Township 10 North, Range 25 E.B.M., Custer County, Idaho

Section 14: From a point of beginning on the West line of Section 14, Township 10 North, Range 25 E.B.M., that is 4135.7 feet S. $0^{\circ}05'52''$ E. of the corner common to Sections 10, 11, 14, and 15, Township 10 North, Range 25 E.B.M., a line centered in a strip 40 feet wide, described as follows: S. $82^{\circ}58'04''$ E. 1110.16 feet to a point on the North line of the $SW\frac{1}{4}$ Section 14, Township 10 North, Range 25 E.B.M., marked Station 382+93.66.

TRACT XI:

Township 10 North, Range 25 E.B.M., Custer County, Idaho

Section 14: $S\frac{1}{2}SW\frac{1}{4}$; $S\frac{1}{2}SE\frac{1}{4}$

TRACT XII:

Township 10 North, Range 25 E.B.M., Custer County, Idaho

Section 13: $SW\frac{1}{4}SW\frac{1}{4}$

TRACT XIII:

Township 10 North, Range 25 E.B.M., Custer County, Idaho

Section 13: From a point of beginning in the South line of Section 13, Township 10 North, Range 25 E.B.M. that is 2135.39 feet S. $89^{\circ}54'25''$ E. of the corner common to Sections 13, 14, 23, and 24, a line centered in a strip 40 feet wide, described as follows: N. $59^{\circ}36'12''$ W. a distance of 448.47 feet; thence N. $74^{\circ}45'02''$ W. a distance of 443.04 feet to a point on the West line of the $SE\frac{1}{4}SW\frac{1}{4}$ Section 13, Township 10 North, Range 25 E.B.M., marked Station 326+97.64.

TRACT XIV:

Township 10 North, Range 26 E.B.M., Butte County, Idaho

Section 19: Lot 2 (sometimes referred to as the $S\frac{1}{4}NW\frac{1}{4}$); $SE\frac{1}{4}$; $NE\frac{1}{4}SW\frac{1}{4}$; $SE\frac{1}{4}NW\frac{1}{4}$

TRACT XV:

Township 10 North, Range 26 E.B.M., Butte County, Idaho

Section 29: $N\frac{1}{2}NW\frac{1}{4}$; $N\frac{1}{2}NE\frac{1}{4}$; $S\frac{1}{2}NE\frac{1}{4}$

TRACT XVI:

Township 10 North, Range 26 E.B.M., Butte County, Idaho

Section 28: $S\frac{1}{4}NW\frac{1}{4}$; $N\frac{1}{2}SE\frac{1}{4}$; $NE\frac{1}{4}SW\frac{1}{4}$

TRACT XVII:

Township 10 North, Range 26 E.B.M., Butte County, Idaho

Section 27: $S\frac{1}{2}SE\frac{1}{4}$; $E\frac{1}{2}SW\frac{1}{4}$; $NW\frac{1}{4}SW\frac{1}{4}$

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TRACT XVIII:

Township 10 North, Range 26 E.B.M., Butte County, Idaho

Section 35: NE $\frac{1}{4}$ NW $\frac{1}{4}$; N $\frac{1}{2}$ NE $\frac{1}{4}$

TRACT XIX:

Township 10 North, Range 26 E.B.M., Butte County, Idaho

Section 36: N $\frac{1}{2}$, EXCEPTING THEREFROM: Commencing at the SW corner of the NW $\frac{1}{4}$ of said Section 36, thence due N. 1,500 feet; thence due E. 240 feet; thence due S. 1,500 feet; thence due W. 240 feet to the point of beginning, ALSO EXCEPTING THEREFROM: Commencing at a point on the West line of said Section 36 that is 1500 feet N. of the SW corner of the NW $\frac{1}{4}$ of said Section 36, and running thence N. 100 feet; thence E. 240 feet; thence S. 100 feet; thence W. 240 feet to the point of beginning.

TRACT XX:

Township 10 North, Range 26 E.B.M., Butte County, Idaho

Section 36: A portion of the N $\frac{1}{2}$ SW $\frac{1}{4}$, N $\frac{1}{2}$ SE $\frac{1}{4}$, SE $\frac{1}{4}$ SE $\frac{1}{4}$ of said Section 36, described as: A strip of land 100.00 feet in width, being 50.00 feet on each side of the following described survey line: Commencing at the W $\frac{1}{2}$ corner of said Section 36, thence E. 50.00 feet to the REAL POINT OF BEGINNING, thence S. 600.00 feet; thence E. 450.00 feet; thence S. 80°30' E. 1,230.00 feet; thence S. 76°30' E. 3,615.00 feet to a point on the East Section line of said Section 36, said point being 985.00 feet N. of the SE corner of said Section 36, said point being the point of terminus of said survey line.

TRACT XXI:

Township 9 North, Range 27 E.B.M., Butte County, Idaho

Section 5: Lot 3 (sometimes referred to as NW $\frac{1}{4}$ NW $\frac{1}{4}$) and Lot 4 (sometimes referred to as NE $\frac{1}{4}$ NW $\frac{1}{4}$)

TRACT XXII:

Township 9 North, Range 27 E.B.M., Butte County, Idaho

Section 6: Lot 1 (sometimes referred to as NE $\frac{1}{4}$ NE $\frac{1}{4}$)

TRACT XXIII:

Township 10 North, Range 27 E.B.M., Butte County, Idaho

Section 31: S $\frac{1}{2}$ SE $\frac{1}{4}$; SE $\frac{1}{4}$ SW $\frac{1}{4}$; Lot 4 (sometimes referred to as SW $\frac{1}{4}$ SW $\frac{1}{4}$)

TRACT XXIV:

Township 10 North, Range 26 E.B.M., Butte County, Idaho

Section 20: SW $\frac{1}{4}$ SW $\frac{1}{4}$

TRACT XXV:

Township 10 North, Range 26 E.B.M., Butte County, Idaho

Section 26: S $\frac{1}{2}$ SW $\frac{1}{4}$

TRACT XXVI:

Township 10 North, Range 26 E.B.M., Butte County, Idaho

Section 36: Commencing at the SW corner of the NW $\frac{1}{4}$ of said Section 36, thence due N. 1,500 feet; thence due E. 240 feet; thence due S. 1,500 feet; thence due W. 240 feet to the point of beginning.

TRACT XXVII:

Township 10 North, Range 26 E.B.M., Butte County, Idaho

Section 36: Commencing at a point on the West line of said Section 36 that is 1500 feet N. of the SW corner of the NW $\frac{1}{4}$ of said Section 36, and running thence N. 100 feet; thence E. 240 feet; thence S. 100 feet; thence W. 240 feet to the point of beginning.

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TRACT I:

An easement interest created by United States Department of the Interior Bureau of Land Management Right-Of-Way Grant as granted to Hydroelectric Development, Inc., to construct, operate, maintain and terminate a hydroelectric diversion, pipeline and 25 KV powerline on public lands by Instrument recorded April 27, 1987, as Instrument No. M-19498, records of Butte County, Idaho, and recorded April 27, 1987, as Instrument No. 184396, records of Custer County, Idaho.

ASSIGNED TO HDI Associates IV, Limited Partnership, by Assignment of Right-Of-Way Grant recorded June 26, 1987, as Instrument No. M-19788, records of Butte County, Idaho; and recorded April 27, 1987, as Instrument No. 184397, records of Custer County, Idaho.

TRACT II:

An easement interest created by United States Department of the Interior Bureau of Land Management Right-Of-Way Grant as granted to Hydroelectric Development, Inc., to construct, operate, maintain and terminate a hydroelectric diversion, pipeline and 25 KV powerline on public lands by Instrument recorded April 27, 1987, as Instrument No. M-19498, records of Butte County, Idaho, and recorded April 27, 1987, as Instrument No. 184396, records of Custer County, Idaho.

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TRACT III:

An easement interest created by United States Department of the Interior Bureau of Land Management Right-Of-Way Grant as granted to Hydroelectric Development, Inc., to construct, operate, maintain and terminate a hydroelectric diversion, pipeline and 25 KV powerline on public lands by Instrument recorded April 27, 1987, as Instrument No. M-19498, records of Butte County, Idaho, and recorded April 27, 1987, as Instrument No. 184396, records of Custer County, Idaho.

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TRACT IV:

An easement interest created by United States Department of the Interior Bureau of Land Management Right-Of-Way Grant as granted to Hydroelectric Development, Inc., to construct, operate, maintain and terminate a hydroelectric diversion, pipeline and 25 KV powerline on public lands by Instrument recorded April 27, 1987, as Instrument No. M-19498, records of Butte County, Idaho, and recorded April 27, 1987, as Instrument No. 184396, records of Custer County, Idaho.

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TRACT V:

An easement interest created by United States Department of the Interior Bureau of Land Management Right-Of-Way Grant as granted to Hydroelectric Development, Inc., to construct, operate, maintain and terminate a hydroelectric diversion, pipeline and 25 KV powerline on public lands by Instrument recorded April 27, 1987, as Instrument No. M-19498, records of Butte County, Idaho, and recorded April 27, 1987, as Instrument No. 184396, records of Custer County, Idaho.

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TRACT VI:

An easement interest created by United States Department of the Interior Bureau of Land Management Right-Of-Way Grant as granted to Hydroelectric Development, Inc., to construct, operate, maintain and terminate a hydroelectric diversion, pipeline and 25 KV powerline on public lands by Instrument recorded April 27, 1987, as Instrument No. M-19498, records of Butte County, Idaho, and recorded April 27, 1987, as Instrument No. 184396, records of Custer County, Idaho.

ASSIGNED TO HDI Associates IV, Limited Partnership, by Assignment of Right-Of-Way Grant recorded June 26, 1987, as Instrument No. M-19788, records of Butte County, Idaho; and recorded April 27, 1987, as Instrument No. 184397, records of Custer County, Idaho.

TRACT VII:

An easement interest created by State of Idaho Easement No. 5300 as granted to HDI, Associates IV, Limited Partnership, as to Tracts VII and IX, by Instrument recorded April 27, 1987, as Instrument No. 184399, records of Custer County, Idaho.

TRACT VIII:

An easement interest created by Grant of Easement as granted to Hydroelectric Development, Inc., a Colorado corporation, and its successors and assigns, for a perpetual and exclusive easement over, across, and under Tracts X, VIII, and XIII, having a width of forty (40) feet, by Instrument recorded April 27, 1987, as Instrument No. 184400, records of Custer County, Idaho.

ASSIGNED TO HDI Associates IV, Limited Partnership, an Idaho limited partnership, by Assignment of Grant of Easement recorded April 27, 1987, as Instrument No. 184401, records of Custer County, Idaho.

TRACT IX:

An easement interest created by State of Idaho Easement No. 5300 as granted to HDI, Associates IV, Limited Partnership, as to Tracts VII and IX, by Instrument recorded April 27, 1987, as Instrument No. 184399, records of Custer County, Idaho.

TRACT X:

An easement interest created by Grant of Easement as granted to Hydroelectric Development, Inc., a Colorado corporation, and its successors and assigns, for a perpetual and exclusive easement over, across, and under Tracts X, VIII, and XIII, having a width of forty (40) feet, by Instrument recorded April 27, 1987, as Instrument No. 184400, records of Custer County, Idaho.

ASSIGNED TO HDI Associates IV, Limited Partnership, an Idaho limited partnership, by Assignment of Grant of Easement recorded

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TRACT XI:

An easement interest created by United States Department of the Interior Bureau of Land Management Right-Of-Way Grant as granted to Hydroelectric Development, Inc., to construct, operate, maintain and terminate a hydroelectric diversion, pipeline and 25 KV powerline on public lands by Instrument recorded April 27, 1987, as Instrument No. M-19498, records of Butte County, Idaho, and recorded April 27, 1987, as Instrument No. 184396, records of Custer County, Idaho.

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TRACT XII:

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TRACT XIV:

An easement interest created by United States Department of the Interior Bureau of Land Management Right-Of-Way Grant as granted to Hydroelectric Development, Inc., to construct, operate, maintain and terminate a hydroelectric diversion, pipeline and 25 KV powerline on public lands by Instrument recorded April 27, 1987, as Instrument No. M-19498, records of Butte County, Idaho, and recorded April 27, 1987, as Instrument No. 184396, records of Custer County, Idaho.

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TRACT XV:

An easement interest created by United States Department of the Interior Bureau of Land Management Right-Of-Way Grant as granted to Hydroelectric Development, Inc., to construct, operate, maintain and terminate a hydroelectric diversion, pipeline and 25 KV powerline on public lands by Instrument recorded April 27, 1987, as Instrument No. M-19498, records of Butte County, Idaho, and recorded April 27, 1987, as Instrument No. 184396, records of Custer County, Idaho.

ASSIGNED TO HDI Associates IV, Limited Partnership, by Assignment of Right-Of-Way Grant recorded June 26, 1987, as

MAY 25 1993

TRACT XVI:

An easement interest created by United States Department of the Interior Bureau of Land Management Right-Of-Way Grant as granted to Hydroelectric Development, Inc., to construct, operate, maintain and terminate a hydroelectric diversion, pipeline and 25 KV powerline on public lands by Instrument recorded April 27, 1987, as Instrument No. M-19498, records of Butte County, Idaho, and recorded April 27, 1987, as Instrument No. 184396, records of Custer County, Idaho.

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TRACT XVII:

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TRACT XIX:

An easement interest created by Special Use Easement and Water Distribution and Containment Agreement upon the terms, conditions, and provisions contained therein:

Dated: February 11, 1987

Parties: Alan J. Amy and Afton Louise Amy, husband and wife, Grantors, and HDI Associates IV, Limited Partnership, an Idaho limited partnership, and its successors and assigns forever, Grantees.

Recorded: April 27, 1987, as Instrument No. M-19501, records of Butte County, Idaho.

TRACT XX:

An interest created by State of Idaho Temporary Permit No. 1917 as granted to HDI, Associates IV, Limited Partnership, a limited partnership, by Instrument recorded April 27, 1987, as Instrument No. M-19499, records of Butte County, Idaho; and an easement interest created by Grant of Easement as granted to HDI Associates IV, Limited Partnership, for a perpetual and exclusive easement over, across, and under Tract XX, by Instrument recorded April

TRACT XXI:

An easement interest created by United States Department of the Interior Bureau of Land Management Right-Of-Way Grant as granted to Hydroelectric Development, Inc., to construct, operate, maintain and terminate a hydroelectric diversion, pipeline and 25 KV powerline on public lands by Instrument recorded April 27, 1987, as Instrument No. M-19498, records of Butte County, Idaho, and recorded April 27, 1987, as Instrument No. 184396, records of Custer County, Idaho.

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TRACT XXV:

An easement interest created by United States Department of the Interior Bureau of Land Management Right-Of-Way Grant as granted to Hydroelectric Development, Inc., to construct, operate, maintain and terminate a hydroelectric diversion, pipeline and 25 KV powerline on public lands by Instrument recorded April 27, 1987, as Instrument No. M-19498, records of Butte County, Idaho, and recorded April 27, 1987, as Instrument No. 184396, records of Custer County, Idaho.

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TRACT XXVI:

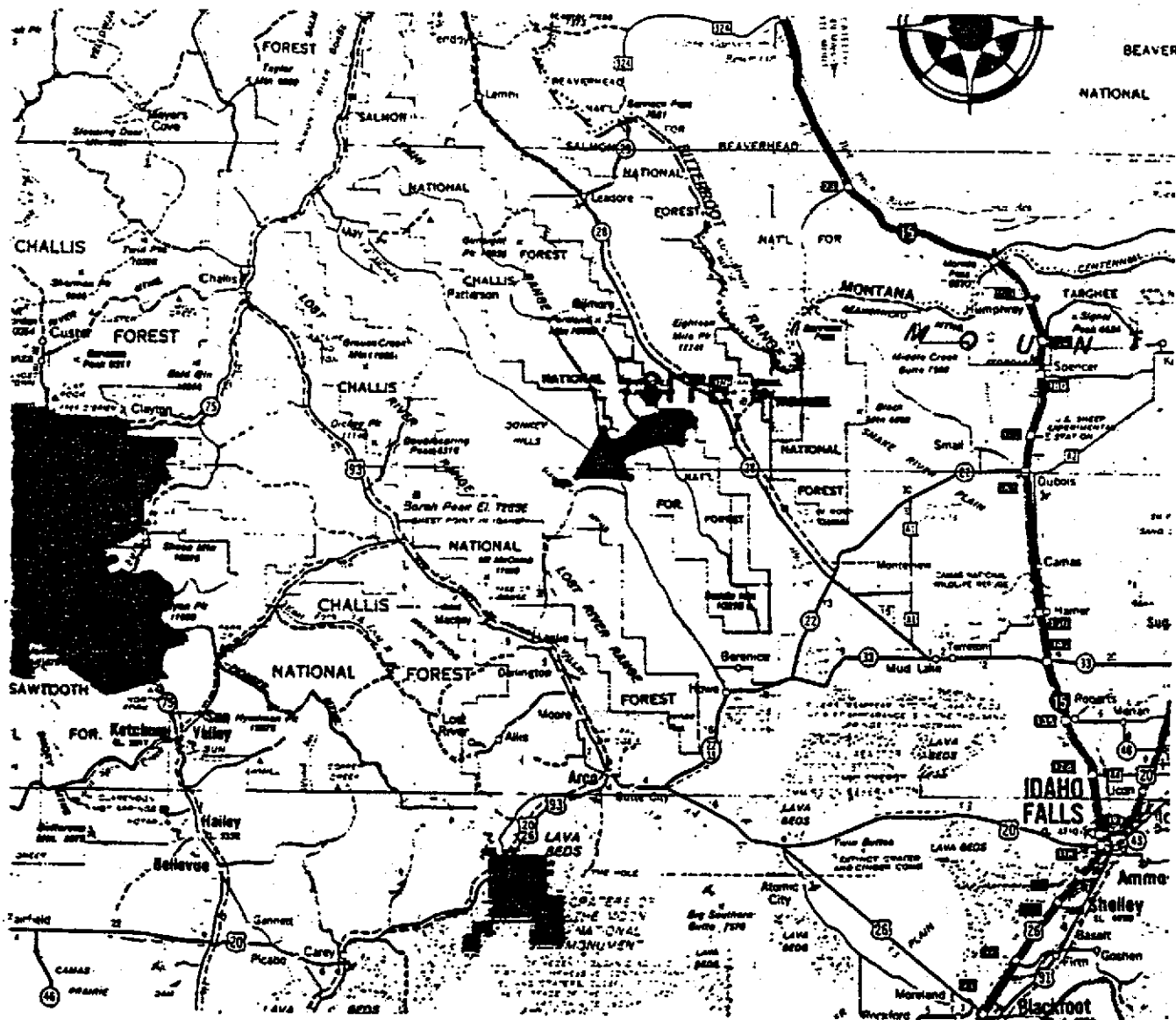
HDI ASSOCIATES IV, Limited Partnership

TRACT XXVII:

HDI ASSOCIATES IV, Limited Partnership

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FIGURE 1 SITE LOCATION MAP DRY CREEK HYDROELECTRIC PROJECT



0 12.5 25 miles



Site Location

IDAHO

PROJECT# 10024.01

MAY 2

ERM

9-16-91
see

No. 0-25314
FILED

U. S. DISTRICT COURT
DISTRICT OF IDAHO
Filed at 4:20 P M

Larry E. Prince
Debra K. Ellers
HOLLAND & HART
Suite 1400, West One Plaza
Post Office Box 2527
Boise, Idaho 83701
Telephone: (208) 342-5000

SEP 30 1991

SEP 13 1991

11:12 AM
CLERK, U.S. DISTRICT COURT
Steve Farmer

CLERK, U. S. DISTRICT COURT
By *Butler* Deputy

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF IDAHO

WESTINGHOUSE CREDIT CORPORATION,
a Delaware corporation,

Plaintiff,

vs.

HDI ASSOCIATES IV LIMITED
PARTNERSHIP, an Idaho limited
partnership; HDI-IDAHO, INC., an
Idaho corporation; HYDROELECTRIC
DEVELOPMENT, INC., a Colorado
corporation; the UNITED STATES OF
AMERICA, acting through the FARMERS)
HOME ADMINISTRATION, UNITED STATES
DEPARTMENT OF AGRICULTURE; DARYL L.)
ANDREASON and BRENDA D. ANDREASON,
husband and wife; and ANY AND ALL
UNKNOWN HEIRS, OR UNKNOWN DEVISEES
OF ANY DECEASED PERSON CLAIMING ANY
INTEREST IN THE PROPERTY WHICH IS
THE SUBJECT OF THIS ACTION AND
REFERRED TO FOR CONVENIENCE AS
DOES I-X,

Defendants.

Case CIV 91-0060 E EJL

JUDGMENT (HDI
ASSOCIATES, HDI-IDAHO
AND HYDROELECTRIC
DEVELOPMENT)

I hereby certify that the annexed instrument
is a true and correct copy of the original on
file in my office.
Dated this 26 day of Sept, 1991
CLERK, U.S. DISTRICT COURT
By *Butler* Deputy.

This matter having come before the Court upon the Stipula-
tion for Judgment by and among Plaintiff Westinghouse Credit

JUDGMENT (HDI ASSOCIATES, HDI-IDAHO AND
HYDROELECTRIC DEVELOPMENT) - 1

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Corporation ("WCC") and Defendants HDI Associates IV, Limited Partnership ("HDI Associates"), HDI-Idaho, Inc. ("HDI-Idaho") and Hydroelectric Development, Inc., a Colorado corporation ("Hydro") (HDI Associates, HDI-Idaho and Hydro are collectively referred to in this Judgment as the "HDI Entities"), and good cause appearing therefor, it is

ORDERED, ADJUDGED AND DECREED, AND THIS DOES ORDER, ADJUDGE AND DECREE that Plaintiff Westinghouse Credit Corporation have judgment:

1. Against HDI Associates in the sum of \$6,640,136.36, plus attorney's fees and costs in the sum of \$42,121.10, for a total judgment of \$6,682,257.46, said amount to accrue interest at the statutory rate at 11.375% from the date judgment is entered.

2. Against HDI Associates, HDI-Idaho and Hydro as follows:

(a) That the aggregate sum set forth above is a valid and enforceable lien on the property and rights described in Exhibit A (the "Mortgaged Property") and that said lien is prior to the lien or liens or claim or claims of HDI Associates, HDI-Idaho and Hydro in and to the Mortgaged Property.

(b) That all and singular of the Mortgaged Property be sold at public auction by the United States Marshal for the District of Idaho (the "Marshal") in the manner prescribed by law and according to the rules and practices of this Court, and that the

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Marshal shall execute a deed to the purchaser of the Mortgaged Property at said sale, and the parties herein may become the purchaser at said sale.

(c) That from the proceeds of said sale, the Marshal shall retain his fees, disbursements and commissions for the sale and shall then pay out the remaining proceeds as follows:

(1) First, to Plaintiff WCC the sum necessary to satisfy its judgment against HDI Associates in the amount of \$6,682,257.46, plus interest, or so much thereof as the proceeds will pay.

(2) Second, the surplus, if any, shall be paid by the Marshal to the Clerk of the Court, and the Clerk of the Court shall hold the same subject to further order of the Court.

3. That Defendants HDI Associates, HDI-Idaho and Hydro, and any unknown heirs or devisees of the foregoing named parties who may be deceased, and the unknown owners, claimants and parties in interest claiming to all or any part of the Mortgaged Property, and each of them, and all persons claiming or to claim from and under them, or any of them, and all persons having liens subject to the mortgage and security interest of Plaintiff WCC herein by judgment or decree or otherwise upon the Mortgaged Property, or any part or parcel thereof, and their heirs, personal representatives and all persons claiming to have acquired any estate or interest in or to the Mortgaged Property shall be,

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and they hereby are, forever barred and foreclosed of and from all right, title, claim and interest in and to the Mortgaged Property and in and to every part or parcel thereof, and that said persons, and each of them, be, and they hereby are, enjoined and restrained from removing or destroying any of the buildings, the improvements or appurtenances, or otherwise damaging the Mortgaged Property prior to the foreclosure sale.

4. That pending the foreclosure sale by the Marshal, Plaintiff WCC shall be, and it hereby is, allowed to take possession of the Mortgaged Property and shall be, and it hereby is, authorized to operate the hydro electric facility located on the real property and easements described in Schedule 1 to Exhibit A annexed hereto.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED, AND THIS DOES ORDER, ADJUDGE AND DECREE that Defendants HDI Associates, HDI-Idaho and Hydro have each waived and relinquished any right they may have to redeem the Mortgaged Property after the foreclosure sale, including, without limitation, the statutory right of redemption set forth in Idaho Code § 11-401 and, as a result, Defendants HDI Associates, HDI-Idaho and Hydro shall not have any right whatsoever to redeem the Mortgaged Property after the foreclosure sale.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED, AND THIS DOES ORDER, ADJUDGE AND DECREE that Plaintiff WCC, for itself, its

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parent corporation and its successors and assigns, has waived any deficiency remaining due on this Judgment in the event the proceeds from the sale of the Mortgaged Property are insufficient to satisfy the amount due hereunder, together with the costs of sale and other proper charges, as shown by the Marshal's return on sale and, as a result, Plaintiff WCC, its parent corporation and/or its successors and assigns shall not be entitled to a deficiency judgment against Defendants HDI Associates, HDI-Idaho and Hydro for the amount of this Judgment remaining unsatisfied after the foreclosure sale.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED, AND THIS DOES ORDER, ADJUDGE AND DECREE:

1. The purchaser of the Mortgaged Property at the foreclosure sale shall be immediately let into possession thereof and that any of the parties to this action who may be in possession of the Mortgaged Property or any part thereof, or any person, who, since the commencement of this action, has come into possession of the Mortgaged Property, shall immediately deliver possession thereof to such purchaser.

2. The purchaser of the Mortgaged Property at the foreclosure sale shall be immediately entitled to receive and collect all rents and profits accruing from the date it purchased the Mortgaged Property.

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IT IS FURTHER ORDERED, ADJUDGED AND DECREED, AND THIS DOES ORDER, ADJUDGE AND DECREE that Defendants HDI Associates, HDI-Idaho and Hydro's counterclaim against WCC is dismissed with prejudice, and that they shall bear their own costs and attorney's fees.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED, AND THIS DOES ORDER, ADJUDGE AND DECREE that Counts IV (Foreclosure on HDI-Idaho and Hydroelectric) and V (Action on Guaranty) of WCC's Verified Complaint is hereby dismissed with prejudice.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED, AND THIS DOES ORDER, ADJUDGE AND DECREE that Defendants HDI Associates, HDI-Idaho and Hydro shall each, upon Plaintiff WCC's request, execute any and all instruments and documents reasonably necessary to transfer any rights they may have in or to the Mortgaged Property or under any permit, application, license, agreement, instrument or document related to the Mortgaged Property as set forth in the Settlement and Mutual Release Agreement entered into as of September ____, 1991 by, among others, Plaintiff WCC and Defendants HDI Associates, HDI-Idaho and Hydro (the "Settlement and Mutual Release Agreement").

IT IS FURTHER ORDERED, ADJUDGED AND DECREED, AND THIS DOES ORDER, ADJUDGE AND DECREE that jurisdiction of this action is hereby expressly reserved and retained for the purpose of the Court making such further orders as may be necessary in order to

carry this Judgment into effect, to enforce the terms and conditions of the Settlement and Mutual Release Agreement, or for the purpose of making such further orders as may be necessary or desirable.

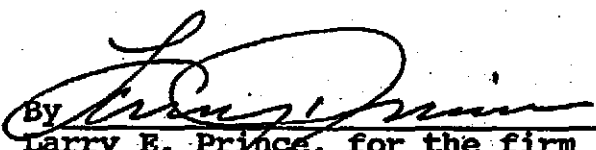
Dated this 18th day of September, 1991.

EDWARD J. LODGE

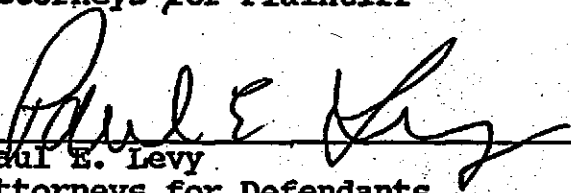
UNITED STATES DISTRICT JUDGE

APPROVED AS TO FORM AND CONTENT:

HOLLAND & HART

By 

Larry E. Prince, for the firm
Attorneys for Plaintiff


Paul E. Levy

Attorneys for Defendants

15168


MAY 25 1993

EXHIBIT A

All of HDI Associates IV, Limited Partnership, an Idaho limited partnership ("HDI Associates"), Hydroelectric Development, Inc., a Colorado corporation ("Hydroelectric Development"), and HDI-Idaho, Inc.'s ("HDI-Idaho") (HDI Associates, Hydroelectric Development and HDI-Idaho shall be collectively referred to as the "HDI Entities") right, title, estate and interest in and to the following described property (the "Mortgaged Property"):

1. That certain real property located in eastern Idaho along Dry Creek approximately fifty-five miles north of the town of Arco, and more particularly described in Schedule 1 attached hereto (the "Site"), which is the location of a four megawatt hydroelectric facility for the generation of electrical energy (the "Facility").

2. That certain Ground Lease, dated as of March 1, 1988 by and between HDI Associates and Westinghouse Credit Corporation, a Delaware corporation (the "Ground Lease").

3. All covenants, agreements, rights, appurtenances, tenements, hereditaments, privileges, franchises and appendages of or relating to the Site or the Facility and all right, title, estate and interest of the HDI Entities in and to the Easements (Easements shall mean the easement interests described in Schedule 1 hereto) and any streets, roads or public places, easements or rights of way relating to the Site or the Facility; and the diversion structure, the penstock and the transmission line associated with the Site and the Facility including, without limitation, the following:

(a) United States Department of the Interior Bureau of Land Management Right of Way permit Serial Number I-23042;

(b) State of Idaho Easement number 5300;

(c) State of Idaho Temporary Permit number 1917 and State of Idaho Easement number 5488;

(d) Grant of Easement from Hatch Livestock dated November 6, 1986, Assignment of Grant of Easement dated February 19, 1987, and Amendment to Grant of Easement dated May 6, 1987;

(e) Special Use Easement and Water Distribution and Containment Agreement from Alan J. Amy and Afton Louise Amy dated February 11, 1987;

MAY 25 1993

(f) Idaho Water Permit numbers 33-7089, 33-7154 and 33-7181;

(g) Grant of Easement by Robert Amy and Judy Amy dated February 13, 1987; and

(h) The Transfer Agreement and Water Service Contract with Dry Creek Development, Incorporated dated January 29, 1987.

4. All development rights, air rights, water, water rights, water right permit applications, water right permits, water right licenses, water stock, ditches or ditch rights and reservoirs or reservoir rights of the HDI Entities relating to the Site or the Facility, including, without limitation, Idaho Water Permit Nos. 33-7089, 33-7154 and 33-7181.

5. All structures, buildings, improvements, appurtenances and fixtures of any kind on the Site, including, without limitation the Facility (the "Improvements").

6. All leases, subleases and subtenancies, occupancy agreements and concessions (including the Ground Lease) affecting any of the Mortgaged Property, the Site or the Improvements (collectively, the "Project Leases"), and all future rents, royalties, income and profits arising from the Site, the Improvements or the Project Leases, including all production payments or other similar payments and all proceeds of the conversion, voluntary or involuntary, of the Mortgaged Property into cash or liquidated amounts or claims.

7. All present and future proceeds and claims arising on account of any damage to or taking of the Site or Improvements or any part thereof, and all causes of action and recoveries for any loss or diminution in the value of the Site or Improvements.

8. All present and future chattel paper of the HDI Entities relating to the Site or the Facility.

9. All present and future accounts of the HDI Entities and all goods repossessed or returned in connection therewith relating to the Site or the Facility.

10. All present and future goods, machinery, equipment, fittings and fixtures of the HDI Entities relating to the Site or the Facility of every kind and nature whatsoever, including without limitation, all machinery, dies, blueprints, catalogues, computer hardware and software, tools, motors, vehicles, furniture and furnishings, together with all additions and accessions thereto and replacements therefor, related to the development and use of the Site, Facility and the Improvements.

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11. All general intangibles of the HDI Entities relating to the Site or the Facility, including, without limitation, all rights, title and interest of the HDI Entities in, to or arising out of: (1) all contracts and agreements (excluding rights to sue, if any, the HDI Entities and Michael Demos, Cynthia F.L. Demos, Michael Galloway, Margaret M. Galloway, Hydro Consulting & Managing Services Corporation, Hydro Capital Services, Inc. and Hydro Capital Corporation (the "Consultant Entities")) with respect to the Facility, including, without limitation, the Power Purchase Agreement with Utah Power & Light Company dated May 2, 1986, and the Construction Contracts (the "Contracts"), (2) all patents, copyrights, and deposit accounts, (3) all consents, rights, exemptions, concessions, permits, licenses, authorizations, certificates, orders, franchises, determinations and approvals of any federal, municipal or governmental department, commission, board, bureau, agency or instrumentality with respect to or in connection with the Facility or the Site, including, without limitation, the water permits listed in paragraph 4 above, Federal Energy Regulatory Commission (FERC) Preliminary Permit No. 7623, and Final Permit No. 9134 (the "Governmental Authorizations"), and any other rights necessary to own, operate and use the Facility, now held or hereby acquired, (4) all warranties, guaranties and obligations of each and every contractor under all construction contracts, purchase orders, installation or supply agreements, guaranties and other contracts and agreements of whatever kind or character with respect to the Facility (the "Warranty Agreements"), (5) all claims arising thereunder and all rights to compel performance of the terms of the Warranty Agreements, the Contracts and the Governmental Authorizations, all payments and refunds that any contractor may be required to make with respect to the Facility and any portion thereof under any Warranty Agreements, and all payments under the Contracts and the Governmental Authorizations; (6) all names under or by which the site or Improvements is operated or known, and all rights to carry on business under any such names or any variant thereof, excepting therefrom the names of the HDI Entities and the Consultant Entities, (7) copies of all books, records and other information in whatever form and however stored, relating to the ownership, use and operation of the Facility and the Site, excluding confidential attorney-client communications and proposals and agreements related to efforts by the HDI Entities or the Consultant Entities to arrange a purchase of the Mortgaged Property after or through the foreclosure sale, and (8) all goodwill in any way relating to the Site and Improvements.

12. All present and future documents and instruments of the HDI Entities relating to the Site or the Facility, including, without limitation, documents of title, all goods repossessed or returned in connection therewith and all other property receivable with respect to any of the foregoing.

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13. All inventory of the HDI Entities relating to the Site or the Facility, including, without limitation, all fuel supplies, raw materials, work in progress and finished goods.

14. All present and future other property of the HDI Entities relating to the Site or the Facility in the possession, custody or control of the HDI Entities.

15. All present and future receivables and proceeds of the property, if any, described in paragraphs 1 through 14 above. For purposes of this Exhibit, the term "proceeds" includes whatever is receivable or received when the property referred to above or proceeds is sold, collected, exchanged or otherwise disposed of, whether such disposition is voluntary or involuntary, and includes, without limitation, all rights to payment, including returned premiums with respect to any insurance relating thereto.

14913

UNRECORDED

MAY 25 1993

TRACT I:

Township 10 North, Range 25 E.B.M., Custer County, Idaho
Section 31: NE $\frac{1}{4}$ NW $\frac{1}{4}$

TRACT II:

Township 10 North, Range 25 E.B.M., Custer County, Idaho
Section 30: SE $\frac{1}{4}$ SW $\frac{1}{4}$; NE $\frac{1}{4}$ NE $\frac{1}{4}$; S $\frac{1}{2}$ NE $\frac{1}{4}$; W $\frac{1}{2}$ SE $\frac{1}{4}$

TRACT III:

Township 10 North, Range 25 E.B.M., Custer County, Idaho
Section 19: SE $\frac{1}{4}$ SE $\frac{1}{4}$

TRACT IV:

Township 10 North, Range 25 E.B.M., Custer County, Idaho
Section 20: SE $\frac{1}{4}$ NW $\frac{1}{4}$; N $\frac{1}{2}$ SW $\frac{1}{4}$; SW $\frac{1}{4}$ SW $\frac{1}{4}$; SW $\frac{1}{4}$ NE $\frac{1}{4}$; N $\frac{1}{2}$ NE $\frac{1}{4}$

TRACT V:

Township 10 North, Range 25 E.B.M., Custer County, Idaho
Section 21: NW $\frac{1}{4}$ NW $\frac{1}{4}$

TRACT VI:

Township 10 North, Range 25 E.B.M., Custer County, Idaho
Section 24: N $\frac{1}{2}$ NE $\frac{1}{4}$; SE $\frac{1}{4}$ NE $\frac{1}{4}$; NE $\frac{1}{4}$ NW $\frac{1}{4}$

TRACT VII:

Township 10 North, Range 25 E.B.M., Custer County, Idaho
Section 16: NE $\frac{1}{4}$ SW $\frac{1}{4}$; S $\frac{1}{2}$ SW $\frac{1}{4}$; N $\frac{1}{2}$ SE $\frac{1}{4}$; SW $\frac{1}{4}$ SE $\frac{1}{4}$

TRACT VIII:

Township 10 North, Range 25 E.B.M., Custer County, Idaho
Section 15: From a point of beginning on the West line of Section 15, Township 10 North, Range 25 E.B.M. that is 1884.84 feet N. 0°16'08" W. of the corner that is common to Sections 15, 16, 21 and 22, Township 10 North, Range 26 E.B.M., a line centered in a strip 40 feet wide, described as follows: S. 86°08'17" E. 1324.13 feet to a point on the East line of the NW $\frac{1}{4}$ SW $\frac{1}{4}$ Section 15, Township 10 North, Range 25 E.B.M., marked Station 433+63.50.

TRACT IX:

Township 10 North, Range 25 E.B.M., Custer County, Idaho
Section 15: NE $\frac{1}{4}$ SW $\frac{1}{4}$; N $\frac{1}{2}$ SE $\frac{1}{4}$

RECORDED

MAY 25 1993

SCHEDULE 1

TRACT X:

Township 10 North, Range 25 E.B.M., Custer County, Idaho

Section 14: From a point of beginning on the West line of Section 14, Township 10 North, Range 25 E.B.M., that is 4135.7 feet S. $0^{\circ}05'52''$ E. of the corner common to Sections 10, 11, 14, and 15, Township 10 North, Range 25 E.B.M., a line centered in a strip 40 feet wide, described as follows: S. $82^{\circ}58'04''$ E. 1110.16 feet to a point on the North line of the $SW\frac{1}{4}SW\frac{1}{4}$ Section 14, Township 10 North, Range 25 E.B.M., marked Station 382+93.66.

TRACT XI:

Township 10 North, Range 25 E.B.M., Custer County, Idaho

Section 14: $S\frac{1}{2}SW\frac{1}{4}$; $S\frac{1}{2}SE\frac{1}{4}$

TRACT XII:

Township 10 North, Range 25 E.B.M., Custer County, Idaho

Section 13: $SW\frac{1}{4}SW\frac{1}{4}$

TRACT XIII:

Township 10 North, Range 25 E.B.M., Custer County, Idaho

Section 13: From a point of beginning in the South line of Section 13, Township 10 North, Range 25 E.B.M. that is 2135.39 feet S. $89^{\circ}54'25''$ E. of the corner common to Sections 13, 14, 23, and 24, a line centered in a strip 40 feet wide, described as follows: N. $59^{\circ}36'12''$ W. a distance of 448.47 feet; thence N. $74^{\circ}45'02''$ W. a distance of 443.04 feet to a point on the West line of the $SE\frac{1}{4}SW\frac{1}{4}$ Section 13, Township 10 North, Range 25 E.B.M., marked Station 326+97.64.

TRACT XIV:

Township 10 North, Range 26 E.B.M., Butte County, Idaho

Section 19: Lot 2 (sometimes referred to as the $SW\frac{1}{4}NW\frac{1}{4}$); $SE\frac{1}{4}$; $NE\frac{1}{4}SW\frac{1}{4}$; $SE\frac{1}{4}NW\frac{1}{4}$

TRACT XV:

Township 10 North, Range 26 E.B.M., Butte County, Idaho

Section 29: $N\frac{1}{2}NW\frac{1}{4}$; $NW\frac{1}{4}NE\frac{1}{4}$; $S\frac{1}{2}NE\frac{1}{4}$

TRACT XVI:

Township 10 North, Range 26 E.B.M., Butte County, Idaho

Section 28: $S\frac{1}{2}NW\frac{1}{4}$; $N\frac{1}{2}SE\frac{1}{4}$; $NE\frac{1}{4}SW\frac{1}{4}$

TRACT XVII:

Township 10 North, Range 26 E.B.M., Butte County, Idaho

Section 27: $S\frac{1}{2}SE\frac{1}{4}$; $E\frac{1}{2}SW\frac{1}{4}$; $NW\frac{1}{4}SW\frac{1}{4}$

RECORDED

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TRACT XVIII:

Township 10 North, Range 26 E.B.M., Butte County, Idaho

Section 35: NE $\frac{1}{4}$ NW $\frac{1}{4}$; N $\frac{1}{2}$ NE $\frac{1}{4}$

TRACT XIX:

Township 10 North, Range 26 E.B.M., Butte County, Idaho

Section 36: N $\frac{1}{2}$, EXCEPTING THEREFROM: Commencing at the SW corner of the NW $\frac{1}{4}$ of said Section 36, thence due N. 1,500 feet; thence due E. 240 feet; thence due S. 1,500 feet; thence due W. 240 feet to the point of beginning, ALSO EXCEPTING THEREFROM: Commencing at a point on the West line of said Section 36 that is 1500 feet N. of the SW corner of the NW $\frac{1}{4}$ of said Section 36, and running thence N. 100 feet; thence E. 240 feet; thence S. 100 feet; thence W. 240 feet to the point of beginning.

TRACT XX:

Township 10 North, Range 26 E.B.M., Butte County, Idaho

Section 36: A portion of the N $\frac{1}{2}$ SW $\frac{1}{4}$, N $\frac{1}{2}$ SE $\frac{1}{4}$, SE $\frac{1}{4}$ SE $\frac{1}{4}$ of said Section 36, described as: A strip of land 100.00 feet in width, being 50.00 feet on each side of the following described survey line: Commencing at the W $\frac{1}{2}$ corner of said Section 36, thence E. 50.00 feet to the REAL POINT OF BEGINNING, thence S. 600.00 feet; thence E. 450.00 feet; thence S. 80°30' E. 1,230.00 feet; thence S. 76°30' E. 3,615.00 feet to a point on the East Section line of said Section 36, said point being 985.00 feet N. of the SE corner of said Section 36, said point being the point of terminus of said survey line.

TRACT XXI:

Township 9 North, Range 27 E.B.M., Butte County, Idaho

Section 5: Lot 3 (sometimes referred to as NW $\frac{1}{4}$ NW $\frac{1}{4}$) and Lot 4 (sometimes referred to as NE $\frac{1}{4}$ NW $\frac{1}{4}$)

TRACT XXII:

Township 9 North, Range 27 E.B.M., Butte County, Idaho

Section 6: Lot 1 (sometimes referred to as NE $\frac{1}{4}$ NE $\frac{1}{4}$)

TRACT XXIII:

Township 10 North, Range 27 E.B.M., Butte County, Idaho

Section 31: S $\frac{1}{2}$ SE $\frac{1}{4}$; SE $\frac{1}{4}$ SW $\frac{1}{4}$; Lot 4 (sometimes referred to as SW $\frac{1}{4}$ SW $\frac{1}{4}$)

TRACT XXIV:

Township 10 North, Range 26 E.B.M., Butte County, Idaho

Section 20: SW $\frac{1}{4}$ SW $\frac{1}{4}$

TRACT XXV:

Township 10 North, Range 26 E.B.M., Butte County, Idaho

Section 26: S $\frac{1}{2}$ SW $\frac{1}{4}$

TRACT XXVI:

Township 10 North, Range 26 E.B.M., Butte County, Idaho

Section 36: Commencing at the SW corner of the NW $\frac{1}{4}$ of said Section 36, thence due N. 1,500 feet; thence due E. 240 feet; thence due S. 1,500 feet; thence due W. 240 feet to the point of beginning.

TRACT XXVII:

Township 10 North, Range 26 E.B.M., Butte County, Idaho

Section 36: Commencing at a point on the West line of said Section 36 that is 1500 feet N. of the SW corner of the NW $\frac{1}{4}$ of said Section 36, and running thence N. 100 feet; thence E. 240 feet; thence S. 100 feet; thence W.

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TRACT I:

An easement interest created by United States Department of the Interior Bureau of Land Management Right-Of-Way Grant as granted to Hydroelectric Development, Inc., to construct, operate, maintain and terminate a hydroelectric diversion, pipeline and 25 KV powerline on public lands by Instrument recorded April 27, 1987, as Instrument No. M-19498, records of Butte County, Idaho, and recorded April 27, 1987, as Instrument No. 184396, records of Custer County, Idaho.

ASSIGNED TO HDI Associates IV, Limited Partnership, by Assignment of Right-Of-Way Grant recorded June 26, 1987, as Instrument No. M-19788, records of Butte County, Idaho; and recorded April 27, 1987, as Instrument No. 184397, records of Custer County, Idaho.

TRACT II:

An easement interest created by United States Department of the Interior Bureau of Land Management Right-Of-Way Grant as granted to Hydroelectric Development, Inc., to construct, operate, maintain and terminate a hydroelectric diversion, pipeline and 25 KV powerline on public lands by Instrument recorded April 27, 1987, as Instrument No. M-19498, records of Butte County, Idaho, and recorded April 27, 1987, as Instrument No. 184396, records of Custer County, Idaho.

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TRACT IV:

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TRACT V:

An easement interest created by United States Department of the Interior Bureau of Land Management Right-Of-Way Grant as granted to Hydroelectric Development, Inc., to construct, operate, maintain and terminate a hydroelectric diversion, pipeline and 25 KV powerline on public lands by Instrument recorded April 27, 1987, as Instrument No. M-19498, records of Butte County, Idaho, and recorded April 27, 1987, as Instrument No. 184396, records of Custer County, Idaho.

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TRACT VI:

An easement interest created by United States Department of the Interior Bureau of Land Management Right-Of-Way Grant as granted to Hydroelectric Development, Inc., to construct, operate, maintain and terminate a hydroelectric diversion, pipeline and 25 KV powerline on public lands by Instrument recorded April 27, 1987, as Instrument No. M-19498, records of Butte County, Idaho, and recorded April 27, 1987, as Instrument No. 184396, records of Custer County, Idaho.

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TRACT VII:

An easement interest created by State of Idaho Easement No. 5300 as granted to HDI, Associates IV, Limited Partnership, as to Tracts VII and IX, by Instrument recorded April 27, 1987, as Instrument No. 184399, records of Custer County, Idaho.

TRACT VIII:

An easement interest created by Grant of Easement as granted to Hydroelectric Development, Inc., a Colorado corporation, and its successors and assigns, for a perpetual and exclusive easement over, across, and under Tracts X, VIII, and XIII, having a width of forty (40) feet, by Instrument recorded April 27, 1987, as Instrument No. 184400, records of Custer County, Idaho.

ASSIGNED TO HDI Associates IV, Limited Partnership, an Idaho limited partnership, by Assignment of Grant of Easement recorded April 27, 1987, as Instrument No. 184401, records of Custer County, Idaho.

TRACT IX:

An easement interest created by State of Idaho Easement No. 5300 as granted to HDI, Associates IV, Limited Partnership, as to Tracts VII and IX, by Instrument recorded April 27, 1987, as Instrument No. 184399, records of Custer County, Idaho.

TRACT X:

An easement interest created by Grant of Easement as granted to Hydroelectric Development, Inc., a Colorado corporation, and its successors and assigns, for a perpetual and exclusive easement over, across, and under Tracts X, VIII, and XIII, having a width of forty (40) feet, by Instrument recorded April 27, 1987, as Instrument No. 184400, records of Custer County, Idaho.

ASSIGNED TO HDI Associates IV, Limited Partnership, an Idaho limited partnership, by Assignment of Grant of Easement recorded April 27, 1987, as Instrument No. 184401, records of Custer County, Idaho.

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TRACT XI:

An easement interest created by United States Department of the Interior Bureau of Land Management Right-Of-Way Grant as granted to Hydroelectric Development, Inc., to construct, operate, maintain and terminate a hydroelectric diversion, pipeline and 25 KV powerline on public lands by Instrument recorded April 27, 1987, as Instrument No. M-19498, records of Butte County, Idaho, and recorded April 27, 1987, as Instrument No. 184396, records of Custer County, Idaho.

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TRACT XII:

An easement interest created by United States Department of the Interior Bureau of Land Management Right-Of-Way Grant as granted to Hydroelectric Development, Inc., to construct, operate, maintain and terminate a hydroelectric diversion, pipeline and 25 KV powerline on public lands by Instrument recorded April 27, 1987, as Instrument No. M-19498, records of Butte County, Idaho, and recorded April 27, 1987, as Instrument No. 184396, records of Custer County, Idaho.

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TRACT XV:

An easement interest created by United States Department of the Interior Bureau of Land Management Right-Of-Way Grant as granted to Hydroelectric Development, Inc., to construct, operate, maintain and terminate a hydroelectric diversion, pipeline and 25 KV powerline on public lands by Instrument recorded April 27, 1987, as Instrument No. M-19498, records of Butte County, Idaho, and recorded April 27, 1987, as Instrument No. 184396, records of Custer County, Idaho.

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TRACT XVI:

An easement interest created by United States Department of the Interior Bureau of Land Management Right-Of-Way Grant as granted to Hydroelectric Development, Inc., to construct, operate, maintain and terminate a hydroelectric diversion, pipeline and 25 KV powerline on public lands by Instrument recorded April 27, 1987, as Instrument No. M-19498, records of Butte County, Idaho, and recorded April 27, 1987, as Instrument No. 184396, records of Custer County, Idaho.

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TRACT XIX:

An easement interest created by Special Use Easement and Water Distribution and Containment Agreement upon the terms, conditions, and provisions contained therein:

Dated: February 11, 1987

Parties: Alan J. Amy and Afton Louise Amy, husband and wife, Grantors, and HDI Associates IV, Limited Partnership, an Idaho limited partnership, and its successors and assigns forever, Grantee

Recorded: April 27, 1987, as Instrument No. M-19501, records of Butte County, Idaho.

TRACT XX:

An interest created by State of Idaho Temporary Permit No. 1917 as granted to HDI, Associates IV, Limited Partnership, a limited partnership, by Instrument recorded April 27, 1987, as Instrument No. M-19499, records of Butte County, Idaho; and an easement interest created by Grant of Easement as granted to HDI Associates IV, Limited Partnership, for a perpetual and exclusive easement over, across, and under Tract XX, by Instrument recorded April

MAY 25 1993

TRACT XXI:

An easement interest created by United States Department of the Interior Bureau of Land Management Right-Of-Way Grant as granted to Hydroelectric Development, Inc., to construct, operate, maintain and terminate a hydroelectric diversion, pipeline and 25 KV powerline on public lands by Instrument recorded April 27, 1987, as Instrument No. M-19498, records of Butte County, Idaho, and recorded April 27, 1987, as Instrument No. 184396, records of Custer County, Idaho.

ASSIGNED TO HDI Associates IV, Limited Partnership, by Assignment of Right-Of-Way Grant recorded June 26, 1987, as Instrument No. M-19788, records of Butte County, Idaho; and recorded April 27, 1987, as Instrument No. 184397, records of Custer County, Idaho.

TRACT XXII:

An easement interest created by United States Department of the Interior Bureau of Land Management Right-Of-Way Grant as granted to Hydroelectric Development, Inc., to construct, operate, maintain and terminate a hydroelectric diversion, pipeline and 25 KV powerline on public lands by Instrument recorded April 27, 1987, as Instrument No. M-19498, records of Butte County, Idaho, and recorded April 27, 1987, as Instrument No. 184396, records of Custer County, Idaho.

ASSIGNED TO HDI Associates IV, Limited Partnership, by Assignment of Right-Of-Way Grant recorded June 26, 1987, as Instrument No. M-19788, records of Butte County, Idaho; and recorded April 27, 1987, as Instrument No. 184397, records of Custer County, Idaho.

TRACT XXIII:

An easement interest created by United States Department of the Interior Bureau of Land Management Right-Of-Way Grant as granted to Hydroelectric Development, Inc., to construct, operate, maintain and terminate a hydroelectric diversion, pipeline and 25 KV powerline on public lands by Instrument recorded April 27, 1987, as Instrument No. M-19498, records of Butte County, Idaho, and recorded April 27, 1987, as Instrument No. 184396, records of Custer County, Idaho.

ASSIGNED TO HDI Associates IV, Limited Partnership, by Assignment of Right-Of-Way Grant recorded June 26, 1987, as Instrument No. M-19788, records of Butte County, Idaho; and recorded April 27, 1987, as Instrument No. 184397, records of Custer County, Idaho.

TRACT XXIV:

An easement interest created by United States Department of the Interior Bureau of Land Management Right-Of-Way Grant as granted to Hydroelectric Development, Inc., to construct, operate, maintain and terminate a hydroelectric diversion, pipeline and 25 KV powerline on public lands by Instrument recorded April 27, 1987, as Instrument No. M-19498, records of Butte County, Idaho, and recorded April 27, 1987, as Instrument No. 184396, records of Custer County, Idaho.

ASSIGNED TO HDI Associates IV, Limited Partnership, by Assignment of Right-Of-Way Grant recorded June 26, 1987, as Instrument No. M-19788, records of Butte County, Idaho; and recorded April 27, 1987, as Instrument No. 184397, records of Custer County, Idaho.

MAY 25 1993

TRACT XXV:

An easement interest created by United States Department of the Interior Bureau of Land Management Right-Of-Way Grant as granted to Hydroelectric Development, Inc., to construct, operate, maintain and terminate a hydroelectric diversion, pipeline and 25 KV powerline on public lands by Instrument recorded April 27, 1987, as Instrument No. M-19498, records of Butte County, Idaho, and recorded April 27, 1987, as Instrument No. 184396, records of Custer County, Idaho.

ASSIGNED TO HDI Associates IV, Limited Partnership, by Assignment of Right-Of-Way Grant recorded June 26, 1987, as Instrument No. M-19788, records of Butte County, Idaho; and recorded April 27, 1987, as Instrument No. 184397, records of Custer County, Idaho.

TRACT XXVI:

HDI ASSOCIATES IV, Limited Partnership

TRACT XXVII:

HDI ASSOCIATES IV, Limited Partnership

RECORDED

MAY 25 1993

RECEIVED
OCT 31 1991

Department of Water Resources

STATE OF IDAHO
DEPARTMENT OF WATER RESOURCES

REQUEST FOR EXTENSION OF TIME

To provide additional time in which to submit proof
of beneficial use for a water right permit

For Office Use Only
\$15 FEE Received by [Signature]
Date 10/31/91
Receipt # C022187

The Idaho Department of Water Resources will consider this form as a request that the permit holder(s) be granted an additional period of time in which to complete development of a water right under the provisions of Section 42-204, Idaho Code.

Permit No. 33-7181

Name(s) of Permit Holder: HDI Associates IV, Limited Partnership

Post Office Address: 10394 West Chatfield Avenue, #108

Littleton, CO 80127

Telephone No. (303) 973-0951

Date Proof is Due: November 1, 1991

Describe what work has been completed toward the development of this water right: _____
(This must be filled out! If no work has been completed, show "none".)

Hydroelectric plant has been constructed and open concrete canal
from existing diversion dam has been replaced by buried steel pipe.

Approximately
Costing \$ 5.5 MM

The permit holder(s) has been unable to complete the remainder of the work for the following reasons:

Drought has prevented the full 85 cfs diversion rate authorized
by permit nos. 33-7089, 33-7154 and 33-7181 from being achieved.

HDI Associates IV, Limited Partnership
By: Westinghouse Credit Corporation

Permit holder(s) request an extension to Nov. 1, 1996. By: [Signature] Title Vice President
(1 yr. minimum) (Signature)*

FEE: \$15.00

*IF OTHER THAN PERMIT HOLDER,
POWER OF ATTORNEY MUST BE SUPPLIED.

ACTION OF THE DEPARTMENT OF WATER RESOURCES

MICROFILMED

IT IS HEREBY ORDERED that the above request for extension of time be APPROVED
and the time within which to submit proof of beneficial use is extended DEC 09 1991
to November 1, 1994

Signed this 7th day of November, 19 91.

[Signature]
Chief, Water Allocation Bureau

BEFORE THE DEPARTMENT OF WATER RESOURCES
STATE OF IDAHO

IN THE MATTER OF PERMITS TO)
APPROPRIATE WATER NOS. 33-7154)
& 33-7181 IN THE NAME OF HDI)
ASSOCIATES IV)
_____)

ORDER ESTABLISHING
TERM OF WATER RIGHT

This matter having come before the Idaho Department of Water Resources (Department) as a result of permits being issued for Applications to Appropriate Water Nos. 33-7154 and 33-7181, and upon a request of the HDI Associates IV (HDI) that the general term of years condition contained in the original permits be quantified, the Department Finds, Concludes, and Orders as follows:

FINDINGS OF FACT

1. The Department of Water Resources issued permits for diversion of water for hydropower generation for Application Nos. 33-7154 and 33-7181 on October 14, 1986.

2. Condition i. of the Conditions of Approval imposed on both permits stated: "The director retains jurisdiction of this permit in order to limit the use of water for hydropower generation purposes to a specific term of years as required by Section 42-203B (7), Idaho Code."

3. Under Idaho Code § 42-203B (7), the Director is required to establish a term of years for a hydropower application at the time a permit is issued or as soon thereafter as practicable.

4. HDI has requested that the Department quantify the term of years.

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5. The request by HDI was accompanied by a submittal of information relative to the term of the power purchase contract, and the policy of the Idaho Public Utilities Commission (IPUC).

6. The Department's files contain an exemption granted by the Federal Energy Regulatory Commission (FERC) and a summary of downstream users from the hydropower site that has been compiled from the Department's files.

7. The power purchase contract with Utah Power & Light Company establishes a cogeneration period of 35 years.

8. IPUC policy dictates a general life expectancy period of 35 years for the operation of a hydrogeneration facility. The applicant also informed the Department that the IPUC project expectancy for this particular project is 35 years. This information was provided verbally by the applicant.

9. The exemption granted by FERC does not contain a term of years because an exemption does not require a renewal.

10. Water for the proposed hydropower facility is to be diverted from Dry Creek through a ten mile long pipeline, and will finally discharge into Wet Creek, which is tributary to the Little Lost River. According to Department records, there are a substantial number of water users on the Little Lost River downstream from its confluence with Wet Creek. The downstream water users rely on water currently delivered from Dry Creek through a flume into Wet Creek.

CONCLUSIONS OF LAW

1. Idaho Code § 42-203B (7) states:

The director in the exercise of the authority to limit a permit or license for power purposes to a specific term

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years shall designate the number of years which the term of the license shall extend and for purposes of determining such a date shall consider among other factors:

- (A) The term of any power purchase contract which is, or reasonably may become, applicable to such permit or license;
- (B) The policy of the Idaho Public Utilities Commission (IPUC) regarding the term of power purchase contracts administered by the IPUC under and pursuant to the authority of the Public Utility Regulatory Policy Act of 1978 (PURPA);
- (C) The term of any Federal Energy Regulatory Commission (FERC) license granted, or which reasonably may be granted, with respect to any particular permit or license for power purpose;
- (D) Existing downstream water uses established pursuant to state law.

2. The Department of Water Resources has reviewed the information set forth in the Findings of Fact above. The power purchase contract between HDI and Utah Power & Light Company and the policy of the Idaho Public Utilities Commission set the term of generation at 35 years. FERC has not imposed any time limitation on the generation project.

3. The records of the Department of Water Resources reveal that a substantial number of users take water from downstream sources. The irrigation flume which the delivery pipeline to the generation plant will replace delivers water to these downstream users.

4. Water will continue to be diverted to the downstream users through the pipeline or other means of conveyance in future years, making upstream development remote.

5. The establishment of a term of years does not affect Condition j of the Conditions of Approval, which subordinates the

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APR 04 1988

water rights to other upstream beneficial uses.

6. From the facts available to the Department, the license period should extend 35 years from the date of application of the water to beneficial use. See 42-203B (7)(d). The exact term of the license can be established at the time of licensing by taking into account the period of beneficial use prior to licensing.

ORDER

IT IS HEREBY ORDERED that the term of years established for the hydropower use under Permit No. 33-7181 and Permit No. 33-7154 is 35 years from the date of the first beneficial use of the water. The exact term of the license shall be established at the time of licensing by taking into account the period of beneficial use prior to licensing. After the expiration of the term of years, the Department will review the license to determine if continuation of the license is in the public interest.

IT IS FURTHER ORDERED that the water rights acquired under Permit No. 33-7181 and Permit No. 33-7154 for hydropower purposes shall be junior and subordinate to all rights to the use of water, other than hydropower, within the State of Idaho that are initiated later in time than the priority of these permits and shall not give rise to any right or claim against future rights to the use of water, other than hydropower, within the State of Idaho initiated later in time than the priority of these permits.

Dated this 16th day of March, 1987.

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APR 04 1988

L. Glen Saxton
L. GLEN SAXTON, Chief
Operations Bureau

I hereby certify that on this 17th day of March, 1987, I sent a copy of this Order, postage prepaid, to the person and address listed below.


JANE FOX
Receptionist

HDI Associates IV
10394 West Chatfield Avenue, #108
Littleton, CO 80127

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APR 04 1988

WATER RIGHT SUMMARY

ACTION	RIGHT NO.	NAME	AMOUNT CFS
Original Permit	33-7181	D & D Stauffer, Inc.	33.0
Full Assignment	33-7181	HDI Associates IV	33.0

RECORDED

APR 04 1988

State of Idaho
Department of Water Resources

ASSIGNMENT OF PERMIT

Rick Stauffer
I, dba D & D Stauffer, Inc., hereby assign to HDI Associates IV, Limited Partnership
of 10394 W. Chatfield Avenue, #108, Littleton, Colorado 80127
Address

CHECK ONE

☒ All my right, title, and interest in and to Permit No. 33-7181
to appropriate the public waters of the State of Idaho.

☐ The following described portion of my right, title, and interest in and to Permit
No. _____ to appropriate the public waters of the State of Idaho.

(Describe that portion of the permit being assigned by listing the acreage within
each 40 acre subdivision, the point of diversion and the amount of water in cubic
feet per second for direct diversion, or acre feet for storage)

Made this 12th day of December, 19 86.

Rick Stauffer dba D & D Stauffer
Permit Holder

Cecilia Stauffer
Spouse of Permit Holder

State of Idaho)
County of Butte) ss.

On this 12 day of December, 19 86, personally
appeared before me the signer(s) of the above instrument, who duly acknowledged to me
that he (she) (they) executed the same.

seal

Jacqueline O. Koy
Notary Public residing at
Now, ID

My commission expires:

4-6-99

MAINTAINED

APR 04 1988

State of Idaho
Department of Water Resources

ASSIGNMENT OF PERMIT

Rob Stauffer
I, dba D & D Stauffer, Inc., hereby assign to HDI Associates IV, Limited Partnership
of 10394 W. Chatfield Avenue, #108, Littleton, Colorado 80127
Address

CHECK ONE

☒ All my right, title, and interest in and to Permit No. 33-7181
to appropriate the public waters of the State of Idaho.

☐ The following described portion of my right, title, and interest in and to Permit
No. _____ to appropriate the public waters of the State of Idaho.

(Describe that portion of the permit being assigned by listing the acreage within
each 40 acre subdivision, the point of diversion and the amount of water in cubic
feet per second for direct diversion, or acre feet for storage)

Made this 12 day of December, 1986.

Rob Stauffer D & D Stauffer
Permit Holder

Ronnie Stauffer
Spouse of Permit Holder

State of Idaho)
County of Butte) ss.

On this 12 day of December, 1986, personally
appeared before me the signer(s) of the above instrument, who duly acknowledged to me
that he (she) (they) executed the same.

seal

Reginald A. Hooper
Notary Public residing at
Law, Idaho

My commission expires:
4.6.99

RECORDED

APR 04 1988



AFFIDAVIT FOR WATER RIGHTS TO BE USED
FOR POWER PURPOSES

FEB 03 1987

A. Establishment of Residency: (Complete either 1. or 2).

1. Individual Applicant or Individual Members of a Partnership:

Department of Water Resources

I, _____ of _____

(name)

(city)

County of _____, State of Idaho, being duly sworn, do hereby
certify that I am a bona fide resident of the State of Idaho.

2. ~~Corporation~~ Limited Partnership:

I, David B. Lincoln of Boise

(name)

(city)

County of Ada, State of Idaho, being duly sworn, depose
and say: That I am the designated registered agent of the HDI Associates IV, Limited Partnership

(name of corporation)

of the said ~~corporation~~ limited partnership as required by Section 53-204, Idaho Code, at Boise

(city)

Idaho, wherein are kept the ~~corporate~~ 53-205 records required by Section 53-205, Idaho Code; and that HDI Associates IV

Limited Partnership, is a limited partnership ~~corporation~~ qualified to do business in the State of Idaho under the laws
(name of corporation)
of the State of Idaho.

B. Ownership of Facilities: (To be completed for hydropower projects only)

The hydropower facility to be developed pursuant to the attached Application for Permit:

- (check one)
- ☐ Will not utilize existing man-made irrigation facilities such as a dam or a canal.
 - ☐ Will utilize existing man-made irrigation facilities such as a dam or a canal, and permission of the owner is documented in an affidavit attached hereto.
 - ☒ Will utilize existing man-made irrigation facilities such as a dam or a canal, and the owner of the facilities is ~~the~~ signee of this affidavit HDI Associates IV, Limited Partnership

David B. Lincoln
Applicant

State of Idaho Ada)
County of _____) ss.

On this 3rd day of February, 19 87, personally appeared before me
the signer(s) of the above instrument, who duly acknowledged to me that he (she) (they) executed the same.

Elaine A. Hyllenberg
Notary Public residing at _____

seal

Boise, Idaho

My commission expires:

8/12/92

APR 04 1988

State of Idaho

Department of State.

C E R T I F I C A T E

HDI ASSOCIATES IV, LIMITED PARTNERSHIP

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that I am the custodian of the limited partnership records of this State.

I FURTHER CERTIFY That the records of this office show that HDI ASSOCIATES IV, LIMITED PARTNERSHIP, an Idaho limited partnership, filed a certificate of limited partnership in this office on the 2nd day of October, 1986, and that the certificate of limited partnership has not been canceled.

Dated: October 8, 1986



Pete T. Cenarrusa

SECRETARY OF STATE

By

Deane Walker

RECORDED

APR 04 1988

STATE OF IDAHO
DEPARTMENT OF WATER RESOURCES
APPLICATION FOR PERMIT

To appropriate the public waters of the State of Idaho

APPROVED

1. Name of applicant D & D Stauffer, Incorporated Phone 527-3087
767-3461
Post office address Howe, Idaho 83244
2. Source of water supply Dry Creek which is a tributary of Little Lost River
3. Location of point of diversion is ~~NE~~ ^{NE} ~~NW~~ ^{NW} ~~SE~~ ^{SE} ~~SW~~ ^{SW} NE ^{NW} 1/4 of 1/4 of NW ^{NW} 1/4 of Govt. Lot
Sec. 31 Township 10 N. Range 25 E. B.M. Custer County; additional
points of diversion if any: N/A
4. Water will be used for the following purposes:
Amount 33cfs for power purposes from 11/1 to 5/31 (both dates inclusive)
(cfs or acre-feet per annum) Jan. 1 to Dec. 31
~~Amount 18cfs for power purposes from Nov. 1 to May 31 (both dates inclusive)~~
(cfs or acre-feet per annum) R.S. 5/1/86
Amount for purposes from to (both dates inclusive)
(cfs or acre-feet per annum)
Amount 15cfs for power purposes from 6/1 to 10/31 (both dates inclusive)
(cfs or acre-feet per annum)
5. Total quantity to be appropriated is (a) 33* and/or (b)
cubic feet per second acre feet per annum
6. Proposed diverting works:
a. Description of ditches, flumes, pumps, headgates, etc. Replace existing open concrete
lined canal with buried 42" steel pipe; use existing diversion
dam with upgraded headworks. Maximum diversion capacity 85 cfs.
b. Height of storage dam feet; active reservoir capacity acre-feet; total
reservoir capacity acre-feet; period of year when water will be diverted to storage:
 to inclusive.
c. Proposed well diameter is inches; proposed depth of well is feet.
d. Is ground water with a temperature of greater than 90°F being sought?
7. Time required for the completion of the works and application of the water to the proposed beneficial use is
5 years (minimum 1 year).

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8. Description of proposed uses (if irrigation only, go to item 9): can produce 2.54 mw at 80% efficiency*
KW 7/28/1986

a. Hydropower; show total feet of head and proposed capacity in KW. Static head 1135 feet;
generating capacity 3.95 megawatts*

e. Other; describe fully.

d. Domestic; show number of households.

c. Municipal; show name of municipality.

b. Stockwatering; list number and kind of livestock.

a. If water is for irrigation, indicate acreage in each subdivision in the tabulation below.

b. If water is used for other purposes, place a symbol of the use (example: D for Domestic) in the corresponding place of use below. See instructions for standard symbols.

TWP	RANGE	SEC.	NE 1/4				NW 1/4				SW 1/4				SE 1/4				TOTALS
			NE 1/4	NW 1/4	SW 1/4	SE 1/4	NE 1/4	NW 1/4	SW 1/4	SE 1/4	NE 1/4	NW 1/4	SW 1/4	SE 1/4	NE 1/4	NW 1/4	SW 1/4	SE 1/4	
5/1/86	R.S.	10N. 26E. 19																	
	R.S.	10N. 26E. 28																	
	R.S.	10N. 26E. 33																	
	R.S.	10N. 25E. 13																	
	R.S.	10N. 25E. 15																	
	R.S.	10N. 25E. 20																	
		10N. 26E. 36																	

Total number of acres to be irrigated

10. Describe any other water rights used for the same purposes as described above. Permit No. 33-7089, Permit No. 33-7154

11. a. Who owns the property at the point of diversion? BLM

b. Who owns the land to be irrigated or place of use? BLM and Hartman Land & Livestock Co.

c. If the property is owned by a person other than the applicant, describe the arrangement enabling the applicant to make this filing. D & D Stauffer, Inc., is acquiring easements

from the BLM and Hartman Land & Livestock Co.

12. Remarks: *This appropriation, combined with the appropriations from

permits number 33-7089 and 33-7154, provide a total appropriation of

85cfs for the project.

A full-page sheet of white graph paper featuring a uniform grid of thin black horizontal and vertical lines. The grid consists of 20 columns and 20 rows, creating a total of 400 small squares. The lines are evenly spaced and extend across the entire page, leaving no margins or additional markings.

BE IT KNOWN that the undersigned hereby makes application for permit to appropriate the public waters of the State of Idaho as herein set forth.

Rob Stauffer
(Applicant) PRESIDENT

התאחדות העובדים

RECEIVED

J. New Stanton
Chief, Operations Bureau

Witness my hand this 14th day of October, 1986.

e. Other: SEE ATTACHED SHEET FOR CONDITIONS e thru m.

- d. The water right acquired under this permit if for hydropower purposes shall be junior and subordinate to all rights to the use of water, other than hydropower, within the State of Idaho that are initiated later in time than the priority of this permit and shall not give rise to any right or claim against any future rights to the use of water, other than hydropower, within the State of Idaho initiated later in time than the priority of this permit.
- c. The rate of diversion, if water is to be used for irrigation under this permit, when combined with all other water rights for the same land shall not exceed 0.02 cubic feet per second for each acre of land.

November 1, 1991

- b. Proof of construction of works and application of water to beneficial use shall be submitted on or before
- a. SUBJECT TO ALL PRIOR WATER RIGHTS.

1. Approval of said application is subject to the following limitations and conditions:

This is to certify that I have examined Application for Permit to appropriate the public waters of the State of Idaho No. 33-7181, and said application is hereby APPROVED

ACTION OF THE DIRECTOR, DEPARTMENT OF WATER RESOURCES

Proposed Priority 5/1/86 Received by cmc Date 5-01-86 Time 4:30 p Preliminary check by cm

Fee \$ 555.00 Received by cm Date 5-01-86 # 39605 Date 5-01-86

Publication prepared by MA Date 5-7-86 Published in IDAHO STATEMAN Date 5/15 + 5/22/1986

Publication approved cm Date 6-11-86 LEWISTON TRIB. TIMES NEWS, CUSHEA R-6 CO. + ARCO ADVERTISER

ATTACHMENT TO CONDITIONS OF APPROVAL
For Permit No. 33-7181

- e. A measuring device and lockable controlling works of a type acceptable to the Department shall be permanently installed and maintained as part of the diverting works.
- f. The issuance of this permit in no way grants any right-of-way or easement across the land of another.
- g. This permit is subject to the provisions of Sections 42-205 through 42-210, Idaho Code, restricting the sale, transfer, assignment, or mortgage of this permit. Failure to comply with these provisions is cause for immediate cancellation of this permit.
- h. Water used under this permit if discharged into a natural channel or subsurface system shall meet Idaho Water Quality Standards.
- i. The Director retains jurisdiction of this permit in order to limit the use of water for hydropower generation purposes to a specific term of years as required by Section 42-203B(7), Idaho Code.
- j. The water right acquired under this permit for hydropower purposes shall be junior and subordinate to all rights to the use of water, other than hydropower, within the State of Idaho that are initiated later in time than the priority of this permit and shall not give rise to any right or claim against future rights to the use of water, other than hydropower, within the State of Idaho initiated later in time than the priority of this permit.
- k. This permit does not constitute Idaho Public Utilities Commission or Federal Energy Regulatory Commission approval that may be required.
- l. Use of water under this permit shall be non-consumptive.
- m. Use of water under this permit is subject to control by the watermaster of State Water District No. 33, Little Lost River.

Witness my hand this 14th day of October, 1986.

A. Glen Saxton
Chief, Operations Bureau

RECEIVED

COMMUNITY OF DWE

NORTHERN HALF OF BUTTE COUNTY

PROJECT SITE
FOR DETAIL OF SHADED
SECTION OF BUTTE COUNTY
SEE THIS SHEET

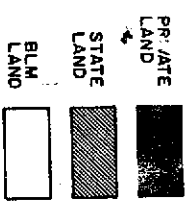
EXISTING DIVERSION
STRUCTURE

36 INCH IRRIGATION PIPELINE
INSTALLED PARALLEL TO
EXISTING FLUME FROM DIVERSION
STRUCTURE TO HERE

EXISTING CONCRETE FLUME
EMPTIES INTO CANAL

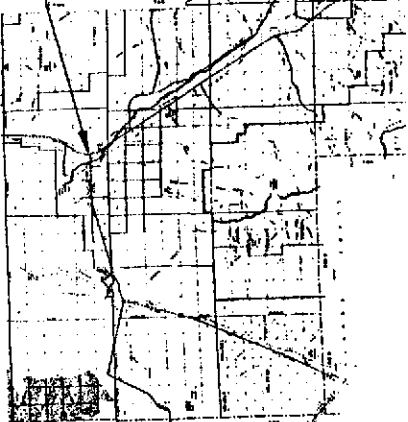
EXISTING CANAL EMPTIES
INTO WET CREEK

WET CREEK EMPTIES INTO
LITTLE LOST RIVER



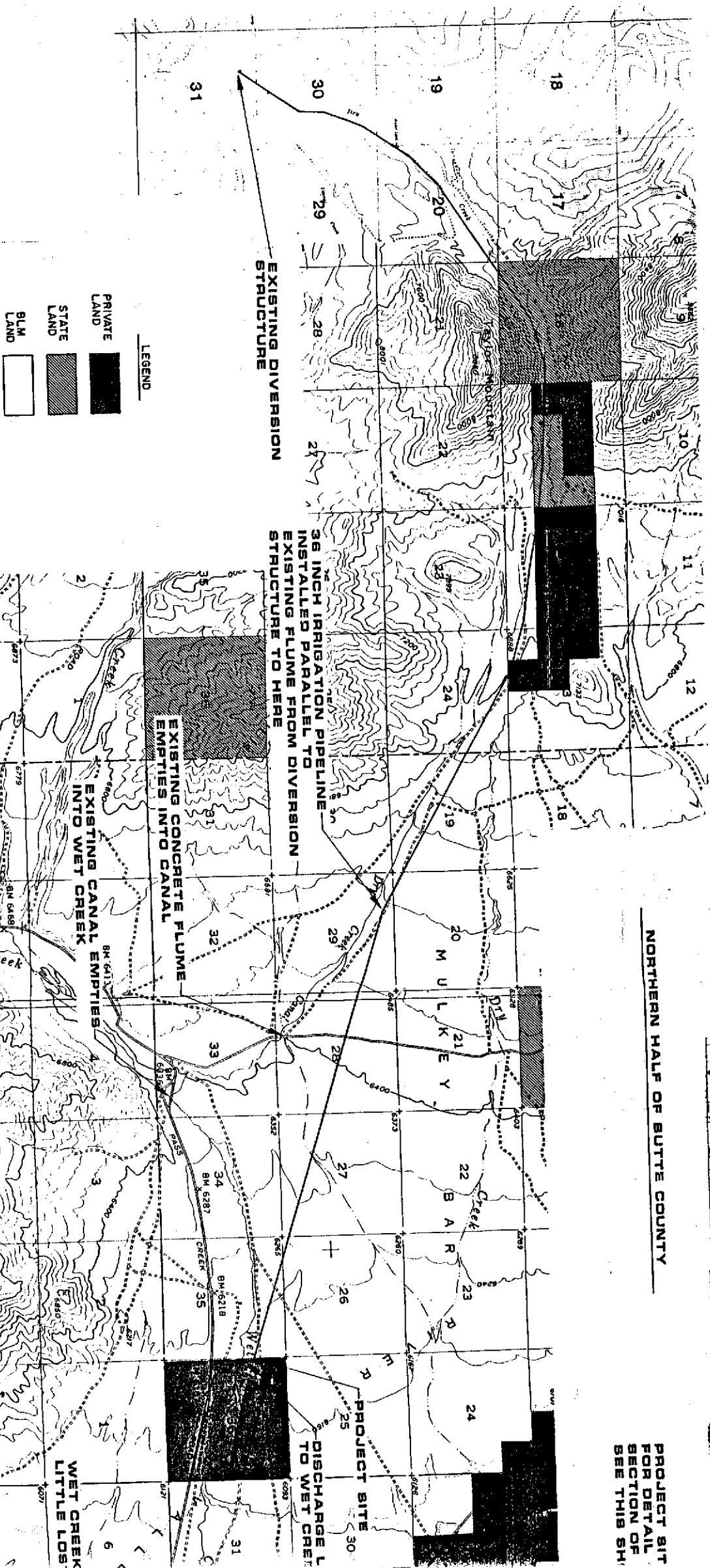
DRY CREEK
HYDRO PROJECT

COMMUNITY OF HOWE



NORTHERN HALF OF BUTTE COUNTY

PROJECT SITE
FOR DETAIL
SECTION OF
SEE THIS SH



EXISTING DIVERSION
STRUCTURE

36 INCH IRRIGATION PIPELINE
INSTALLED PARALLEL TO
EXISTING FLUME FROM DIVERSION
STRUCTURE TO HERE

EXISTING CONCRETE FLUME
EMPTIES INTO CANAL

EXISTING CANAL EMPTIES
INTO WET CREEK

PROJECT SITE

DISCHARGE
TO WET CREEK

WET CREEK
LITTLE LOS

DRY CREEK
HYDRO PROUT

EXHIBIT

STATE OF IDAHO
DEPARTMENT OF WATER RESOURCES
AFFIDAVIT FOR WATER RIGHTS TO BE USED
FOR POWER PURPOSES

RECEIVED

MAY 1 1986

A. Establishment of Residency: (Complete either 1, or 2).

Department of Water Resources
Eastern District Office

1. Individual Applicant or Individual Members of a Partnership:

I, _____ of _____,
(name) (city)

county of _____, State of Idaho, being duly sworn, do
hereby certify that I am a bona fide resident of the State of Idaho.

2. Corporation:

I, Rob Stauffer of Arco,
(name) (city)

County of Butte, State of Idaho, being duly sworn, depose
and say: That I am the designated registered agent of the D & D
Stauffer, Inc. : that as such I am in charge of the registered
(name of corporation)

office of the said corporation as required by Section 30-1-12, Idaho Code, at
Arco Idaho, wherein are kept the corporate records required
(city)

by Section 30-1-52, Idaho Code: and that D & D Stauffer, Inc.
(name of corporation)

is a corporation qualified to do business in the State of Idaho under the laws of
the State of Idaho.

B. Ownership of Facilities: (To be completed for hydropower projects only)

The hydropower facility to be developed pursuant to the attached Application for
Permit:

(check one)

- ☐ Will not utilize existing man-made irrigation facilities such as a dam or a canal.
- ☒ Will utilize existing man-made irrigation facilities such as a dam or a canal, and permission of the owner is documented in an affidavit attached hereto.
- ☐ Will utilize existing man-made irrigation facilities such as a dam or a canal and the owner of the facilities is the signee of this affidavit.

State of Idaho)
County of Bonneville) ss.

Rob Stauffer
Applicant

On this 1st day of May, 19 86, personally
appeared before me the signer(s) of the above instrument, who duly acknowledged
to me that he ~~(she)~~ executed the same.

Notary Public residing at
Idaho Falls, ID

seal

My commission expires: 5-29/1991

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Affidavit of Publication

I, Jo Pruett
of the Arco Advertiser, a weekly newspaper of
general circulation, published weekly at Arco,
Idaho, since March, 1909, do solemnly swear that
a copy of this notice, per clipping attached, was
published weekly in the regular and entire issue
of said newspaper, and not in any supplement
thereof,

for 2 consecutive weeks, commencing with

the issue dated MAY 15, 1986

and ending with the issue dated

MAY 22, 1986

Jo Pruett

Subscribed and sworn to before me this

13 day of June, 1986

Thomas D. Dunn
Notary Public

Residence: Arco, Idaho.
My commission expires 12-17, 1991

NOTICE OF APPLICATION FOR WATER RIGHT

The following applications have been filed
to appropriate the public waters of the State
of Idaho:

33-7181

D & D STAUFFER, INC.

HOWE, ID 83244

Source: DRY CREEK trib. to LITTLE

LOST RIVER

Diversion Pt: NENW Sec. 31 T 10N R 25E

Use: POWER 11.1 to 5.31 (33.0 CFS)

POWER 6.1 to 10.31 (15.0 CFS)

Date Filed: 05-01-1986

In: SWNW Sec. 36 T 10N R 26E

When water requested for appropriation
by this application is used in conjunction
with application for permit 33-7154 and
permit 33-7089 an amount not to exceed 85cfs
may be diverted on a year around basis.

The permits will be subject to all prior
water rights. Protests may be submitted
based on the criteria of Sec. 42-203A, Idaho
Code and/or the public interest criteria of
Sec. 42-203C, Idaho Code. Protests must be
filed with the Director, Dept. of Water
Resources, 150 Shoup Ave., Suite 15, Idaho
Falls, Idaho, 83402 on or before June 2, 1986.

KEN DUNN
Director

Published 5-15-86 & 5-22-86.

RECEIVED

JUN 16 1986

Department of Water Resources
Eastern District Office

**NOTICE OF
APPLICATION
FOR WATER RIGHT**

The following applications have been filed to appropriate the public waters of the State of Idaho:

33-7181

D & D STAUFFER, INC.
HOWE, ID 83244

Source: DRY CREEK
trib. to LITTLE LOST
RIVER

Diversion Pt: NENW Sec
31 T 10N R 25E

Use: POWER 11/1 to
5/31 (33.0 CFS)

POWER 6/1 to 10/31
(15.0 CFS)

Date Filed: 05/01/1986

In: SWNW Sec 36 T
10N R 26E

When water requested for appropriation by this application is used in conjunction with application for permit 33-7154 and permit 33-7089 an amount not to exceed 85 cfs may be diverted on a year around basis.

The permits will be subject to all prior water rights. Protests may be submitted based on the criteria of Sec. 42-203A, Idaho Code and/or the public interest criteria of Sec. 42-203C, Idaho Code. Protests must be filed with the Director, Dept. of Water Resources, 150 Shoup Ave., Suite 15, Idaho Falls, Idaho, 83402 on or before June 2, 1986.

KEN DUNN

Director

PUBLISH: Thursdays,
May 15, and 22, 1986.

Affidavit of Publication

STATE OF IDAHO,
COUNTY OF TWIN FALLS) ss.

RECEIVED
JUN 9 1986 No 16234

I, Linda Capps McBurne Department of Water Resources
being first duly sworn upon

oath, depose and say that I am Print Clerk of the TIMES-NEWS,
published daily, at Twin Falls, Idaho, and do solemnly swear that a copy of
the notice of advertisement, as per clipping attached, was published in the regular and
entire issue of said newspaper, and not in any supplement thereof, for Two
consecutive Weeks, commencing with the issue dated

May 15, 1986, and ending with the issue dated
May 22, 1986.

And I do further certify that said newspaper is a consolidation, effective February 16, 1942, of the Idaho Evening Times, published theretofore daily except Sunday, and the Twin Falls News, published theretofore daily except Monday, both of which newspapers prior to consolidation had been published under said names in said city and county continuously and uninterruptedly during a period of more than twelve consecutive months, and said TIMES-NEWS, since such consolidation, has been published as a daily newspaper except Saturday, until July 31, 1978, at which time said newspaper began daily publication under said name in said city and county continuously and uninterruptedly.

And I further certify that pursuant to Section 60-108 Idaho Code, Thursday of each week has been designated as the day on which legal notice by law or by order of any court of competent jurisdiction within the state of Idaho, to be published weekly, will be published; and that at the head of the editorial column of said combined newspapers, and in each issue thereof, Thursday is announced as the day on which said legal notices will be published.

Linda Capps McBurne
Subscribed and sworn to before me on this 22 day of

May 1986

Dianna Bruce
Notary Public in and for the County of Twin Falls,
State of Idaho, residing at Twin Falls, Idaho

Affidavit of Publication

MAY 20 1986
Department of Water Resources
Eastern District Office

I,
of the Arco Advertiser, a weekly newspaper of
general circulation, published weekly at Arco,
Idaho, since March, 1909, do solemnly swear that
a copy of this notice, per clipping attached, was
published weekly in the regular and entire issue
of said newspaper, and not in any supplement
thereof,

for 2 consecutive weeks, commencing with

the issue dated 5-15-86

and ending with the issue dated 5-22-86

Subscribed and sworn to before me this

27 day of May, 19 86

Thomas W. Cannon
Notary Public

Residence: Arco, Idaho.
My commission expires 12-17, 19 91.

Legal Notice

NOTICE OF APPLICATION FOR WATER RIGHT

The following applications have been filed
to appropriate the public waters of the State
of Idaho:

33-7181

D & D STAUFFER, INC.

HOWE, ID 83244

Source: DRY CREEK 1/2 lb. to LITTLE

LOST RIVER

Diversion Pt: NENW Sec. 31 T 10N R 25E

Use: POWER 11-1 to 5-31 (33.0 CFS)

POWER 6-1 to 10-31 (15.0 CFS)

Date Filed: 05-01-1986

In: SWNW Sec. 36 T 10N R 26E

When water requested for appropriation
by this application is used in conjunction
with application for permit 33-7154 and
permit 33-7089 an amount not to exceed 85cfs
may be diverted on a year around basis.

The permits will be subject to all prior
water rights. Protests may be submitted
based on the criteria of Sec. 42-203A, Idaho
Code and/or the public interest criteria of
Sec. 42-203C, Idaho Code. Protests must be
filed with the Director, Dept. of Water
Resources, 150 Shoup Ave., Suite 15, Idaho
Falls, Idaho, 83402 on or before June 2, 1986.

KEN DUNN
Director

Published 5-15-86 & 5-22-86.

AFFIDAVIT OF PUBLICATION

State of Idaho, County of Custer, ss:

I, Margaret Parker
Publisher of the Challis Messenger,
a weekly newspaper, published at
Challis, Idaho, do solemnly swear
that the notice hereto attached and
made a part hereof, was published
in the regular and entire issue of
the Challis Messenger for 2

consecutive weeks, commencing with
the issue dated May 15
1986 and ending with the issued
dated May 22 1986

Margaret Parker
Subscribed and sworn to before
me this 27th day of May
1986

Carol M. Peck
Notary Public, residing at Challis,
Idaho. My commission expires on
3-21-92

NOTICE OF APPLICATION
FOR WATER RIGHT

The following applications have
been filed to appropriate the public
waters of the State of Idaho:

33-7181

D & D STAUFFER, INC. HOWE,
ID 83244.

Source: DRY CREEK trib. to
LITTLE LOST RIVER

Diversion Pt.: NENW Sec 31 T
10N R 25E

Use: POWER 11/1 to 5/31
(33.0 CFS) POWER 6/1 to 10/31
(15.0 CFS)

Date Filed: 05/01/1986

In: SWNW Sec 36 T 10N R 26E

When water requested for
appropriation by this application is
used in conjunction with applica-
tion for permit 33-7154 and permit
33-7089 an amount not to exceed 85
cfs may be diverted on a year
around basis.

The permits will be subject to all
prior water rights. Protests may be
submitted based on the criteria of
Sec. 42-203A, Idaho Code and/or the
public interest criteria of Sec. 42-
203C, Idaho Code. Protests must be
filed with the Director, Dept. of
Water Resources, 150 Shoup Ave.,
Suite 15, Idaho Falls, Idaho, 83402
on or before June 2, 1986.

KEN DUNN

Director

Published: May 15 & 22, 1986

MAY 29 1986

Department of Water Resources
Eastern District Office

TRIBUNE PUBLISHING COMPANY, INC.
The Lewiston Morning Tribune
505 C St., P.O. Box 957
Lewiston, Idaho 83501
(208) 743-9411

Date 052286 INVOICE No. L00076209
Account No. 44660
Description 76209NOTIC
Times 2 Lines 34
Tab Lines _____

**LEGAL ADVERTISING
INVOICE**

SOLD TO: STATE OF IDAHO
DEPT. OF WATER RESOURCES
150 SHOUP AVE., SUITE 15
IDAHO FALLS
ID 83402

\$ 29.75

MAY 27 1986

Department of Water Resources
Eastern District Office

NOTICE: This is an invoice of Purchase made by you. Statement will be rendered the first of the month.
Please Retain This Invoice as Your Statement Will Refer To Invoice by No. Only.

AFFIDAVIT OF PUBLICATION

76209
**NOTICE OF APPLICATION
FOR WATER RIGHT**
The following applications have
been filed to appropriate the public
waters of the State of Idaho:
33-7181
D & D STAUFFER, INC.
HOWE, ID 83244
Source: DRY CREEK trib. to
LITTLE LOST RIVER
Diversion Pt: NENW Sec 31 T 10N
R 25E
Use: POWER 11/1 to 5/31 (33.0
CFS) POWER 6/1 to 10/31 (15.0 CFS)
Date Filed: 05/01/1986
In: SWNW Sec 36 T 10N R 26E
When water requested for appro-
priation by this application is used in
conjunction with application for per-
mit 33-7154 and permit 33-7089 an
amount not to exceed 85cfs may be
diverted on a year around basis.
The permits will be subject to all
prior water rights. Protests may be
submitted based on the criteria of
Sec. 42-203A, Idaho Code and/or the
public interest criteria of Sec. 42-
203C, Idaho Code. Protests must be
filed with the Director, Dept. of Wa-
ter Resources, 150 Shoup Ave., Suite
15, Idaho Falls, Idaho, 83402 on or
before June 2, 1986.

KEN DUNN
Director

STATE OF IDAHO, ss.
County of Nez Perce

R. R. Thomason, being duly sworn,
deposes and says, I am the Legal Clerk
of the Tribune Publishing Company, a corporation organized and existing
under and by virtue of the laws of the State of Idaho, publishers of the
LEWISTON MORNING TRIBUNE, a newspaper of general circulation
published at Lewiston, Nez Perce County, Idaho; That the said Lewiston
Morning Tribune is an established paper and has been published regular-
ly and issued regularly at least once a day for more than 21 consecutive
years next immediately preceding the first publication of this notice, and
has been so published uninterrupted for said period; that the

NOTICE OF APPLICATION FOR
attached hereto and which is made a part of this affidavit was published in
the said Lewiston Morning Tribune, 2 time(s). Publication be-
ing on 051586, or once a
WEEK for 2 consecutive WEEKS, the first
publication thereof being on the 051586, and the last pub-
lication thereof being on the 052286, and said
NOTICE OF APPLICATION FOR

was so published in the regular and entire issue of said newspaper and
not in a supplement thereof and was so published in every issue and
number of the said paper, during the period and times of publication as
set forth above.

Rena R. Thomason
SUBSCRIBED AND SWORN BEFORE ME THIS THE 22
day of May 1986

Sheryl M. Lantz
Notary Public in and for the State of Idaho,
residing at Lewiston, therein.

The Idaho Statesman

P.O. BOX 40, BOISE, IDAHO 83707

LEGAL ADVERTISING INVOICE

Amount Due

36.16

Account Name ID Water Resources, Eastern Region		Account Number #100564	
Address 150 Shoup Ave., Suite 15		City/State Idaho Falls, ID	Zip 83402
Ordered By Ronald Carlson	P.O. Number	Rate nt	Run Dates 1986 May 15, 22
Identification Application No. 33-7181			Legal Number #2138

☒ 1 Number of Affidavits Requested

STATE OF IDAHO)
)
) SS.
COUNTY OF ADA)

MAY 24 1986

Department of Water Resources
Eastern District Office

NOTICE OF APPLICATION FOR WATER RIGHT

The following application(s) have been filed to appropriate the public waters of the State of Idaho:

33-7181

D&D Stauffer, Inc.
Howe, Idaho 83244

Source: Dry Creek trib
to Little Lost River
Diversion Pt: NENW Sec. 31
T 10N R 25E

Use: Power 11/01 to 05/31
(33.0 CFS)

Use: Power 06/01 to 10/31
(15.0 CFS)

Date Filed: 05/01/1986
In: SWNW Sec. 36 T. 10N R 26E

When water requested for appropriation by this application is used in conjunction with Application for Permit 33-7154 and Permit 33-7089, an amount not to exceed 85cfs may be diverted on a year-around basis.

The permit(s) will be subject to all prior water rights. Protests must be submitted based on the criteria of Sec. 42-203A, Idaho Code, and/or the public interest criteria of Sec. 42-203C, Idaho Code. Protests must be filed with the Director, Dept. of Water Resources, 150 Shoup Ave., Suite 15, Idaho Falls, Idaho 83402, on or before June 2, 1986.

KEN DUNN
Director

Pub. May 15, 22, 1986

2138

Laura Gay Barnes

being duly

sworn, deposes and says: That she is the Principal Clerk of The Idaho Statesman, a daily newspaper printed and published at Boise, Ada County, State of Idaho, and having a general circulation therein and which said newspaper has been continuously and uninterruptedly published in said County during a period of twelve consecutive months prior to the first publication of the notice, a copy of which is attached hereto; that said notice was published in The Idaho Statesman in conformity with Section 60-108, Idaho Code as amended, for Two (2)

☒ consecutive weekly ☐ consecutive daily ☐ single ☐ odd skip

insertion(s) beginning with the issue of May 15, 1986

and ending with the issue of May 22, 1986

Laura Gay Barnes

Subscribed and sworn to before me this 22nd

day of May, 1986

Notary Public for Idaho, Residing at Boise, Idaho.



State of Idaho

DEPARTMENT OF WATER RESOURCES

1301 North Orchard Street, Boise, ID 83706 - P.O. Box 83720, Boise, ID 83720-0098

Phone: (208) 327-7900 Fax: (208) 327-7866 Web Site: www.idwr.state.id.us

DIRK KEMPTHORNE
Governor

KARL J. DREHER
Director

March 27, 2002

DRY CREEK LLC
5203 S 11TH EAST
IDAHO FALLS ID 83404

RE: Change of Ownership for Water Rights 33-7089, 33-7154, 33-7181

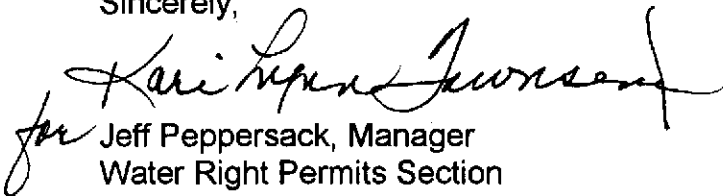
Dear Water Right Holder(s):

The department acknowledges receipt of correspondence changing ownership of the above referenced water rights to you. The department has modified its records to reflect the changes in ownership and has enclosed computer-generated reports for your records. Also enclosed is a receipt for the \$75.00 filing fee.

Please note that as of July 1, 1996, water right owners are required to report any change of water right ownership and any change of mailing address of the owner of a water right to the department. Notice of the change must be provided to the department within 120 days of the change. Change reporting forms are available from any office of the department.

Please feel free to contact this office if you have any questions regarding this matter.

Sincerely,


for Jeff Peppersack, Manager
Water Right Permits Section

JP:klt

Enclosures

MICROFILMED

APR 03 2002



State of Idaho

DEPARTMENT OF WATER RESOURCES

1301 North Orchard Street, Boise, ID 83706 - P.O. Box 83720, Boise, ID 83720-0098

Phone: (208) 327-7900 Fax: (208) 327-7866 Web Site: www.idwr.state.id.us

DIRK KEMPTHORNE
Governor

KARL J. DREHER
Director

February 12, 2002

DRY CREEK LLC
GAYLE A SORENSON
5203 SOUTH 11TH EAST
IDAHO FALLS ID 83404

RE: Change in Ownership for Water Rights 33-7089, 33-7181, 33-7154

Dear Ms. Sorenson:

The Department of Water Resources acknowledges receipt of your Notice of Change in Water Right Ownership. Our review of your notice indicates that additional information is required before we can process the change. The information required is indicated below:

✓ Proof of Ownership: A quitclaim deed listing each of the water right numbers would suffice. The Assignment of Water Rights you provided does not meet the Department requirements for support documentation.

Because the Department cannot process the ownership change without proper documentation, we will hold any action on your notice pending receipt of the necessary information. If we do not receive the necessary information within **30 days** we will return your notice and all attachments and your notice will not be processed.

Please note that water right owners are required to report any change in water right ownership and/or mailing address to the Department within 120 days of the change. Failure to report these changes could result in a \$100 late filing fee. Contact any office of the Department or visit the Department's homepage (<http://www.idwr.state.id.us>) on the Internet to obtain the proper forms and instructions.

Please feel free to contact the Department if you have any questions.

Sincerely,

Kari Lynn Townsend
Secretary

KLT:k

MICROFILMED

APR 03 2002



State of Idaho

DEPARTMENT OF WATER RESOURCES

1301 North Orchard Street, P.O. BOX 83720, Boise, Idaho 83720-0098

Phone: (208) 327-7900 FAX: (208) 327-7866

PHILIP E. BATT
GOVERNOR

KARL J. DREHER
DIRECTOR

July 7, 1997

WESTINGHOUSE ELECTRIC CORP
C/O CHUCK STERN
FINANCIAL SERVICES UNIT
11 STANWIX ST RM 1188
PITTSBURGH PA 15222

RE: WATER RIGHT NOS. 33-07089/33-07154/33-07181

Dear Water Right Holders:

The Department of Water Resources (the Department) has issued the enclosed licenses confirming that water rights have been established in accordance with the permits referenced above. The licenses are Preliminary Orders issued by the Department pursuant to section 67-5243, Idaho Code. They can and will become final orders without further action of the Department unless a party petitions for reconsideration or files an exception and/or brief as further described below:

PETITION FOR RECONSIDERATION

Any party may file a petition for reconsideration of a preliminary order with the Department within fourteen (14) days of the service date of this order. The Department will act on a petition for reconsideration within twenty-one (21) days of its receipt, or the petition will be considered denied by operation of law. See section 67-5243(3), Idaho Code.

EXCEPTIONS AND BRIEFS

Within twenty-one (21) days after (a) the service date of a preliminary order, (b) the service date of a denial of a petition for reconsideration from this preliminary order, or (c) the failure within twenty-one (21) days to grant or deny a petition for reconsideration from this preliminary order, any party may in writing support or take exceptions to any part of a preliminary order and may file briefs in support of the party's position on any issue in the proceeding. Otherwise, this preliminary order will become a final order of the Department.

If any party appeals or takes exceptions to this preliminary order, opposing parties shall have twenty-one (21) days to respond to any party's appeal. Written briefs in support of or taking exceptions to the preliminary order shall be filed with the Department. The Department retains the right to review the preliminary order on its own motion.

RECORDED
JUL 18 1997

ORAL ARGUMENT

If the Department grants a petition to review the preliminary order, the Department shall allow all parties an opportunity to file briefs in support of or taking exceptions to the preliminary order and may schedule oral argument in the matter before issuing a final order. If oral arguments are to be heard, the Department will within a reasonable time period notify each party of the place, date and hour for the argument of the case. Unless the Department orders otherwise, all oral arguments will be heard in Boise, Idaho.

CERTIFICATE OF SERVICE

All exceptions, briefs, requests for oral argument and any other matters filed with the Department in connection with the preliminary order shall be served on all other parties to the proceedings in accordance with Rules of Procedure 302 and 303.

FINAL ORDER

The Department will issue a final order within fifty-six (56) days of receipt of the written briefs, oral argument or response to briefs, whichever is later, unless waived by the parties or for good cause shown. The Department may remand the matter for further evidentiary hearings if further factual development of the record is necessary before issuing a final order. The Department will serve a copy of the final order on all parties of record.

Section 67-5246(5), Idaho Code, provides as follows:

Unless a different date is stated in a final order, the order is effective fourteen (14) days after its issuance if a party has not filed a petition for reconsideration. If a party has filed a petition for reconsideration with the agency head, the final order becomes effective when:

- (a) the petition for reconsideration is disposed of; or
- (b) the petition is deemed denied because the agency head did not dispose of the petition within twenty-one (21) days.

APPEAL OF FINAL ORDER TO DISTRICT COURT

Pursuant to sections 67-5270 and 67-5272, Idaho Code, if this preliminary order becomes final, any party aggrieved by the final order or orders previously issued in this case may appeal the final order and all previously issued orders in this case to district court by filing a petition in the district court of the county in which:

- i. A hearing was held,
- ii. The final agency action was taken,
- iii. The party seeking review of the order resides, or
- iv. The real property or personal property that was the subject of the agency action is located.

The appeal must be filed within twenty-eight (28) days of this preliminary order becoming final. See section 67-5273, Idaho Code. The filing of an appeal to district court does not itself stay the effectiveness or enforcement of the order under appeal.

Sincerely,

A handwritten signature in cursive script that reads "Shelley W. Keen". The signature is written in dark ink and is positioned above the typed name.

Shelley W. Keen
Water Rights Supervisor

SK:klt

Enclosure

1-10-11
JUL 18 2011

CERTIFICATE OF MAILING

I hereby certify that on the 7th day of July, 1997, I mailed a true and correct copy, postage prepaid, of the foregoing PRELIMINARY ORDER (Approved License) to the person(s) listed below:

Water Right Nos. 33-07089/33-07154/33-07181

WESTINGHOUSE ELECTRIC CORP
C/O CHUCK STERN
FINANCIAL SERVICES UNIT
11 STANWIX ST RM 1188
PITTSBURGH PA 15222


Kari Lynn Townsend
Secretary

JUL 18 1997



State of Idaho

DEPARTMENT OF WATER RESOURCES

1301 North Orchard Street, P.O. BOX 83720, Boise, Idaho 83720-0098

Phone: (208) 327-7900 FAX: (208) 327-7866

PHILIP E. BATT
GOVERNOR

KARL J. DREHER
DIRECTOR

May 12, 1997

Dominion Power Services, Inc.
699 E. S. Temple, #220
Salt Lake City, UT 84102

Attn: Fred Moss

Dear Mr. Moss:

Enclosed is Receipt No. C039213 for the additional examination fees and the amendment for Right 33-07089.

The late penalty fees of \$25 for each right are required for all rights where the examination fees are not paid at the time of filing the proof of beneficial use form. Thus, an additional \$50 is required for the two permits for which you paid additional examination fees. In my conversation with you on May 27, I may have calculated the fees required as totalling \$150 rather than \$200 and if so, I apologize for the error.

Please submit the additional \$50 at your earliest convenience. If you have any questions, just give me a call. I will be out of the office all next week but will return on the 23rd.

Sincerely,

SHARLA CURTIS
Water Resource Agent

100-0-0000

JUL 16 1997

MEMORANDUM

TO: Files 33-07089/07154/07181

FROM: Sharla

DATE: May 27, 1997

RE: Additional Fees and Application for Amendment

On this date, Fred Moss called regarding the forwarded correspondence we had attempted to mail to Westinghouse Electric Corp. He was concerned that they would fail to wrap this up before the 30 days ran out which were mentioned in the letter dated 5/6. I assured him we would allow 30 days from the time we sent the letter on to him (May 21). He will forward the amendment for signature by Chuck Stern, head of Financial Services at Westinghouse and they would return it with a total of \$150.00 to cover the additional fees and amendment.

Mr. Moss told me that the current address to use is:

Westinghouse Electric Corp.
c/o Chuck Stern
Financial Services Business Unit
11 Stanwix St., Room 1188
Pittsburgh, PA 15222

The database has been updated with this address.

DISCONTINUED
JUL 18 1997

MEMORANDUM

DATE: May 21, 1997

TO: Files 33-07089, 33-07181, and 33-07154

FROM: Shelley W. Keen *SWK*

RE: Address

This morning I spoke to Rob Stauffer, the plant manager for the Dry Creek hydro facility. He informed me that Dominion Power Services is the project manager for Westinghouse Electric and that correspondence pertaining to the water rights should be mailed to the following address:

Dominion Power Services, Inc.
Attn: Fred Moss
699 E. S. Temple
Suite #220
Salt Lake City, UT 84102

11-20-1000

JUL 18 1997

MEMORANDUM

TO: Files 33-07154, 33-07181 AND 33-07089

FROM: Kari Lynn

DATE: May 20, 1997

RE: Address Correction

After having 2 attempts to send mail to Westinghouse Electric Corp. c/o Donald Paton, Lease Finance Group, 301 Grant Street, Pittsburgh, PA 151219 and in having the mail returned to us I called Pittsburgh, PA telephone information and was given the number 412-937-6100.

I called that number - they didn't know Donald Paton and gave me a number (412-244-4888) for the "main office" for Westinghouse Electric. I spoke to Betty at that number. She searched her data base and was unable to locate Donald Paton. She also checked under the spelling of "Patton" and found nothing. When I explained the nature of the call she suggested we contact the Westinghouse Legal Dept. at 11 Stanwix Street, Pittsburgh, PA 15222.

11-11-11

11-11-11



State of Idaho

DEPARTMENT OF WATER RESOURCES

1301 North Orchard Street, Statehouse Mail, Boise, Idaho 83720-9000

Phone: (208) 327-7900 FAX: (208) 327-7866

May 6, 1997

PHILIP E. BATT
GOVERNOR

KARL J. DREHER
DIRECTOR

WESTINGHOUSE ELECTRIC CORP
C/O DONALD PATON
LEASE FINANCE GROUP
301 GRANT STREET
PITTSBURGH PA 15219

RE: Permit No.(s) 33-07154/33-07181 and 33-07089

Dear Water Right Holders:

Your permits are currently being reviewed for licensing. The Department's field examiner recommended licensing Water Right No. 33-07154 with a diversion rate of 52.0 cfs and Water Right No. 33-07181 with a diversion rate of 24.0 cfs.

If you want the licenses for these rights to reflect the rates recommended by the examiner, you must submit an additional examination fee of \$100.00 (\$50.00 for each right) required for higher diversion rates, plus a late payment penalty of \$50.00 (\$25.00 for each right), within 30 days. The examination fee of \$550.00 previously paid for each of these rights is sufficient only to cover up to 19.0 cfs under each right. If we receive the examination fees after 30 days from the date of this letter, the priority date of your right will be advanced in accordance with Section 42-217, Idaho Code.

Also enclosed is an Order Advancing Date of Priority for Permit No. 33-07154 to May 5, 1985, and an Application for Amendment for Permit No. 33-07089. The amendment contains information that will be included on the license when it is issued. The amendment reflects a change in the location of the place(s) of use description. Please review it carefully and if you concur, sign the amendment and return it with the \$50.00 filing fee within fourteen (14) days.

The last page of the Application for Amendment form contains a list of Conditions of Approval and Remarks proposed for the license when it is issued. These conditions of approval and remarks may be modified upon further administrative review.

ENCLOSURE

JUL 18 1997

Page 2

If you have any questions, please contact me as soon as possible at
(208) 327-7946.

Sincerely,

A handwritten signature in cursive script, appearing to read "Shelley Walter Keen".

Shelley Walter Keen
Water Rights Supervisor

SWK:klt

Enclosures

RECEIVED
JUN 18 1997



State of Idaho

DEPARTMENT OF WATER RESOURCES

1301 North Orchard Street, Statehouse Mail, Boise, Idaho 83720-9000

Phone: (208) 327-7900 FAX: (208) 327-7866

PHILIP E. BATT
GOVERNOR

KARL J. DREHER
DIRECTOR

January 29, 1997

WESTINGHOUSE ELECTRIC CORP.
11 STANWIX ST
PITTSBURGH PA 15222

RE: Permit Nos. 33-07154, 33-07181 and 33-07089

Dear Water Right Holders:

Your permits are currently being reviewed for licensing. The Department's field examiner recommended licensing Water Right No. 33-07154 with a diversion rate of 52.0 cfs and Water Right No. 33-7181 with a diversion rate of 24.0 cfs.

If you want the licenses for these rights to reflect the rates recommended by the examiner, you must submit an additional examination fee of \$100.00 (\$50.00 for each right) required for higher diversion rates, plus a late payment penalty of \$50.00 (\$25.00 for each right), within 30 days. The examination fee of \$550.00 previously paid for each of these rights is sufficient only to cover up to 19.0 cfs under each right. If we receive the examination fees after 30 days from the date of this letter, the priority date of your right will be advanced in accordance with Section 42-217, Idaho Code.

Also enclosed is an Order Advancing Date of Priority for Permit No. 33-07154 to May 5, 1985, and an Application for Amendment for Permit No. 33-07089. The amendment contains information that will be included on the license when it is issued. The amendment reflects a change in the location of the place(s) of use description. Please review carefully and if you concur, sign the amendment and return it with the \$50.00 filing fee within fourteen (14) days.

The last page of the Application for Amendment form contains a list of Conditions of Approval and Remarks proposed for the license when it is issued. These conditions of approval and remarks may be modified upon further administrative review.

ENCLOSURE

JUL 18 1997

Page 2

If you have any questions, please contact me as soon as possible at
(208) 327-7946.

Sincerely,

A handwritten signature in cursive script that reads "Shelley W. Keen". The signature is written in dark ink and is positioned above the typed name.

Shelley W. Keen
Water Rights Supervisor

SWK:ph

Enclosures

ENCLOSURE

JUL 18 1997

MEMORANDUM

TO: Files 33-07089/07154/07181

FROM: Sharla

DATE: January 22, 1997

RE: Licensing

The rated flow for the turbine under these three rights is 76.0 cfs. This is the capacity used for the licensing. Between the three rights (two of which are for partial seasons), the rates of flow licensed total 76.0 cfs year-round. Right 33-07181 has been changed regarding the rates of flow from what was recommended by the examiner based on the above.

A copy of the original power purchase agreement can be found in 33-07154. I spoke to Karen at IPUC and she stated the agreement was somewhat amended when transferred to Westinghouse. As best as she could tell, the term probably began in 1989. By an order dated 3/16/87 for rights 33-07154 and 33-07181, the term limits were set by the department for 35 years (same as power purchase agreement) from the date of first beneficial use. Beneficial use was filed in November of 1989 for the first permit, 33-07089, and for continuity, this is the date used for calculating the term limits on the licenses.

Insufficient proof of beneficial use fees were paid for 33-07154 and 33-07181. A letter requesting the additional fees will be sent. An error in the calculating of the new priority date for late submittal of proof of beneficial use under 33-07154 was found, and this has been corrected by order.

33-07181
101 10 02

LICENSE REVIEW CHECKLIST

PERMIT NO. 33-07181

DATE 1/10/97

REVIEWER: SHARLA

NAME	Change <u>—</u>	OK <u>✓</u>	Address Change <u>NO</u>
SOURCE	<u>—</u>	<u>✓</u>	Is change clarification of originally intended source? <u>—</u>
POINT OF DIV	<u>—</u>	<u>✓</u>	If not, prepare Notice of Intent to Void <u>—</u>
PLACE OF USE	<u>—</u>	<u>✓</u>	Amendment required <u>NO</u>

Does map agree with written description? ✓ yes — no

OVERLAPS — P/D — P/U

RATE OF DIV

Permitted Rate 33.0 cfs

Fee limit 19.020-8 cfs \$550⁰⁰

Measured 76.69 cfs

Theoretical — cfs

50⁰⁰ add'l req'd

Recommended Total Div Rate 24.0 cfs

ANNUAL VOLUME/
NATURE OF USES —

Use ✓

Power

Volume Calculation

6.0 cfs 4/1-10/31
24.0 " 11/1-5/31

<u>—</u>	af
<u>—</u>	af
<u>—</u>	af
<u>—</u>	af
SUBTOTAL	af

Flow rate 24.0 cfs X 365 days X 1.9⁸⁴ = 17,344.8 af

Total volume recommended — af
(SUBTOTAL or Flow Rate, whichever is less)

REMARKS

W42
W35
W36

CONDITIONS R04 Watermaster Control WD# 33

— GW Measurement/Measuring Device

— Overlap

— Use-specific conditions

027, 025, ~~004~~ R22, 09E

Advancement of Priority Date Required — yes ✓ no

SRBA Claim Filed N/A

Adjustment Memo Term
cfs

1st Amend Letter N/A

2nd Amend Letter N/A

STATE OF IDAHO
DEPARTMENT OF WATER RESOURCES
BENEFICIAL USE FIELD REPORT

RECEIVED
JUL 18 1996
DEPARTMENT OF WATER RESOURCES

A. GENERAL INFORMATION

Permit No. 33-07181

1. Owner: WESTINGHOUSE ELECTRIC CORPORATION Phone No. (412) 393-3522

Current Address: 11 STANWIX STREET, PITTSBURGH, PA 15222

2. Accompanied by: ROB STAUFFER EXAM DATE: 5/18/95

Address: P.O. BOX 501, ARCO, IDAHO 83213 Phone No. (208) 767-3356
(208) 767-3025
Relationship to Permit Holder: MANAGER PLANT

3. Source: DRY CREEK tributary to LITTLE LOST RIVER

B. OVERLAP REVIEW

1. Other water rights with the same place of use: 33-07154, 33-07089

2. Other water rights with the same point of diversion: 33-07154, 33-07089

C. DIVERSION AND DELIVERY SYSTEM

1. Point(s) of Diversion:

Ident No.	Gov't Lot	1/4	1/4	1/4	Sec.	Twp.	Rge.	County	Method of Determination/Remarks
			NE	NW	31	10N	25E	CUSTER	U.S. G.S. TOPO MAP.

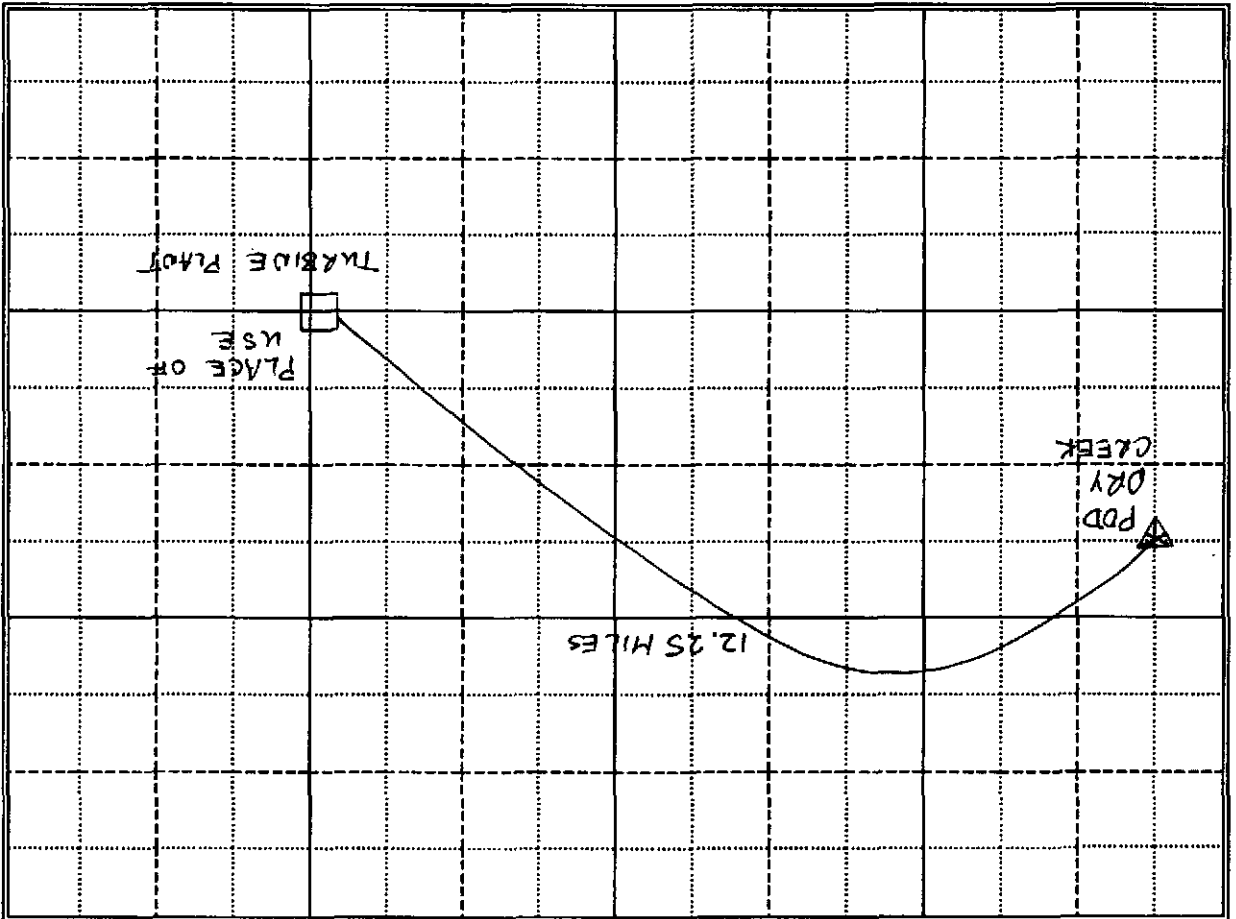
2. Place(s) of Use:

Indicate Method of Determination

TWP	RGE	SEC	NE				NW				SW				SE				Totals
			NE	NW	SW	SE	NE	NW	SW	SE	NE	NW	SW	SE	NE	NW	SW	SE	
10N	26E	36							P										
																</			

MICROFILMED
JUL 18 1997

3. Delivery System Diagram: Indicate all major components and distances between components. Indicate weir size/ditch size/pipe l.d. as applicable.



Scale: 1" = _____
 _____ Copy of USGS Quadrangle Attached Showing location(s) of _____
 _____ point(s) of diversion and place(s) of use (required).
 _____ Aerial Photo Attached (required for irrigation of 10+ acres)
 _____ Photo of Diversion and System Attached

4.

Well or Diversion Identification No.*	Motor Make	Hp	Motor Serial No.	Pump Make	Pump Serial No. or Discharge Size

*Code to correspond with No. on map and aerial photo

D. FLOW MEASUREMENTS

1.

Measurement Equipment	Type	Make	Model No.	Serial No.	Size	Calib. Date

2. Measurements: *SODICMETER - SEE ATTACHMENTS & REHABILITATION*

JUL 18 1962

E. NARRATIVE/REMARKS/COMMENTS

WATER USED FOR THIS PERMIT IS PIPED 12 1/4 MILES FROM DRY CREEK RESERVOIR TO THE TURBINE PLANT VIA AN UNDERGROUND PIPELINE. (4 MILES OF 40" STEEL PIPE + 8 1/4 MILES OF 36" STEEL PIPE). AFTER PASSING THROUGH TURBINES WATER IS DISCHARGED ~~BACK~~ TO WET CREEK VIA A DISCHARGE CHANNEL. DISCHARGED WATER PASSES THROUGH A PARSHALL FLUME PRIOR TO WET CREEK.

HYDRO TURBINE:

GILKES DATE 1987 RATED OUTPUT 5,892 B.H.P.

TURBINE # 56330 RATED NET HEAD 783.6 FT.

* RATED FLOW 76.0 CFS SPEED 1200 RPM 22 1/2" TWIN JET
TYPE-FLYTE

POLYSONIC METER # TF-P SER. 7M0263

FLOW TEST ON 6/8/95

LOWER TURBINE (LEFT HAND) = 1.794 E 46PH AT 84% NOZZEL

UPPER TURBINE (RIGHT HAND) = 1.648 E 46PH AT 84% NOZZEL

17,940 = 39.97 CFS

448.8

HEAD 1140 FT.

PRESSURE 600 PSI

16,480 = 36.72 CFS

448.8

MAX. JET OPENING 7 1/2"

76.69 CFS

Have conditions of permit approval been met? ☒ yes ☐ no

REC'D - JUNE
JUL 18 1997

F. FLOW CALCULATIONS

Measured Method:

$$Q = \text{LOWER TURBINE} \quad 39.97$$

$$\text{UPPER TURBINE} \quad 36.72$$

$$76.69 \text{ cfs}$$

Additional Computation Sheets Attached

Permit

33-07089 for 18 cfs
33-07154 for 58 cfs

70 cfs recommended for licensing

76.7 cfs capacity - 70 cfs = 6.7 cfs

* Callow 6.7 cfs for this permit year - for entire year -

G. VOLUME CALCULATIONS

1. Volume Calculations for Irrigation:

$$V_{IR} = (\text{Acres Irrigated}) \times (\text{Irrigation Requirement}) =$$

$$V_{DR} = [\text{Diversion Rate (cfs)}] \times (\text{Days in Irrigation Season}) \times 1.9835 =$$

$$V = \text{Smaller of } V_{IR} \text{ and } V_{DR} =$$

2. Volume Calculations for Other Uses:

H. RECOMMENDATIONS

1. Recommended Amounts

Beneficial Use		Period of Use		Rate of Diversion		Annual Volume	
		From	To	Q (cfs)	V (afa)		
POWER		4/1	5/31	24.6			
POWER		6/1	10/31	6			
POWER		1-1	12-31	6.7 cfs			
Totals:				24.6 cfs	6.7 cfs		

2. Recommended Amendments

Change P.D. as reflected above ☐ Add P.D. as reflected above ☒ None ☐

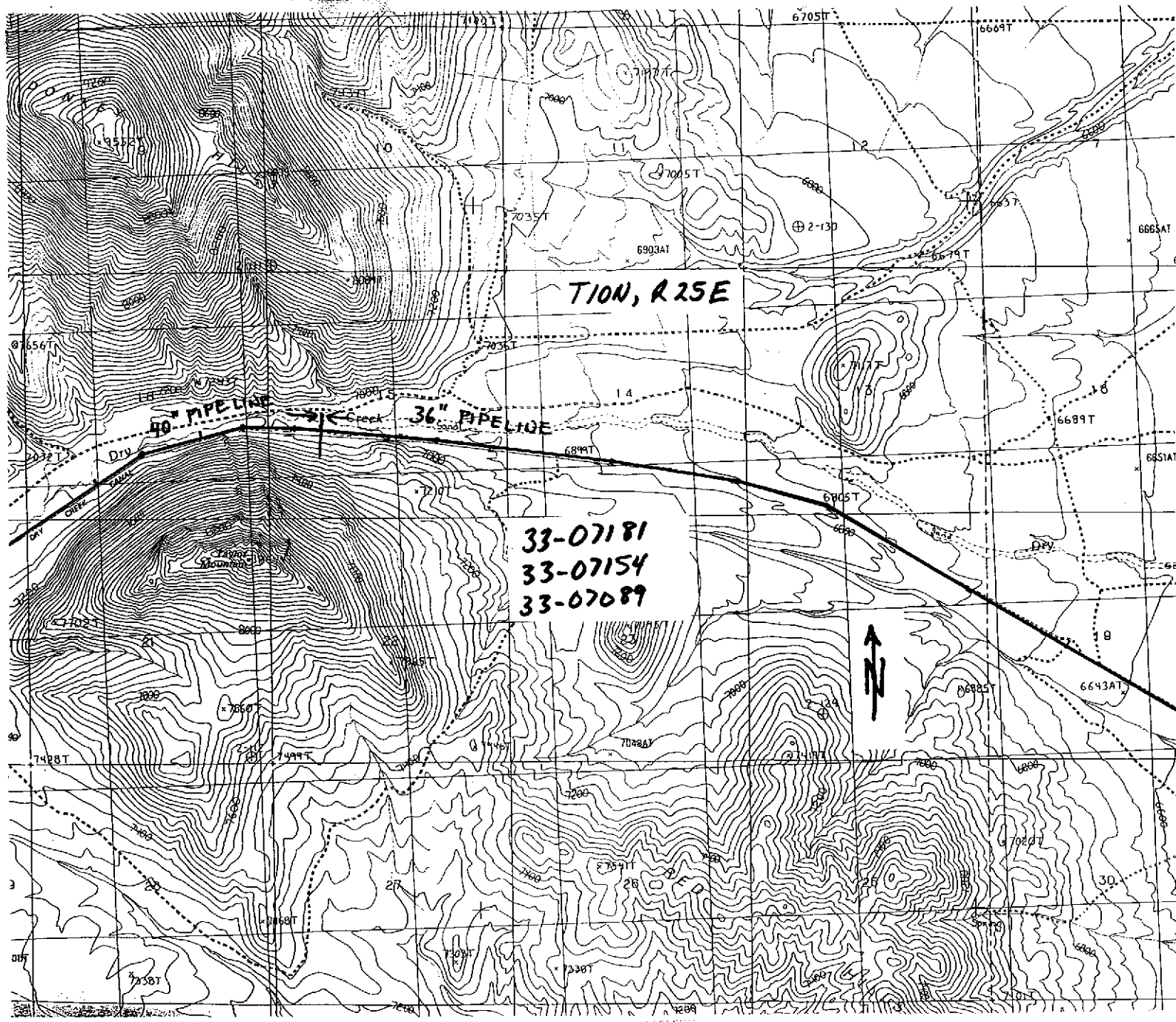
Change P.U. as reflected above ☐ Add P.U. as reflected above ☐ Other ☐

I. AUTHENTICATION

Field Examiner's Name SIMPkins Date 1/8/96

Reviewer [Signature] Date 3-5-96

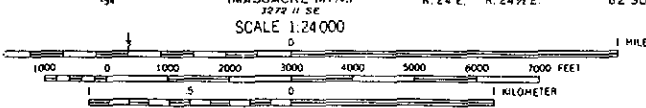
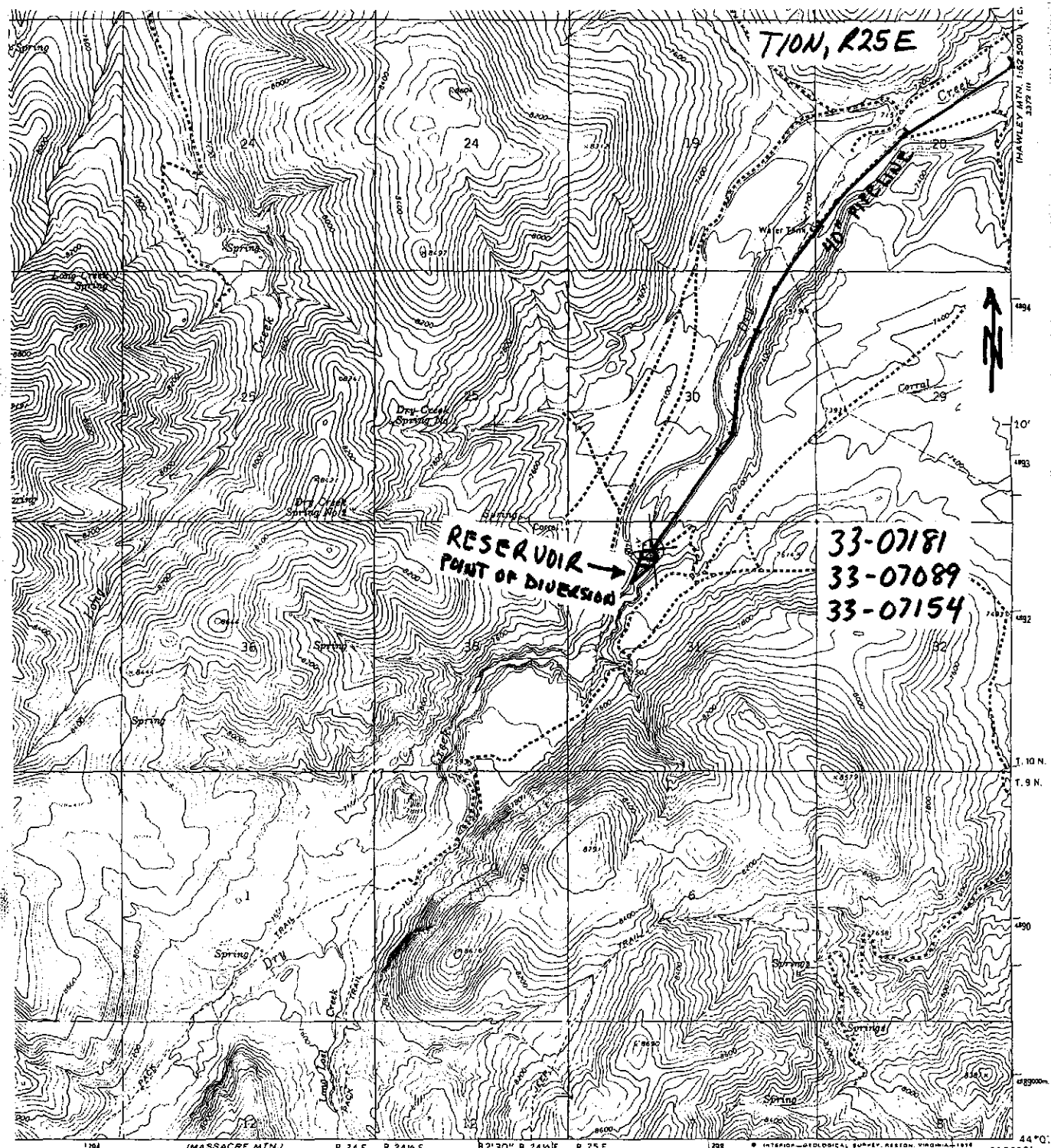
SEAL



33-07181
33-07154
33-07089

33-07181

JUL 19 1967



ROAD CLASSIFICATION
Unimproved rd

33-07181
181 18 181

Lower Turbine
Left Hand

00-00 00:4700 *R
+002.60 % AI2

0642.7 MMSEC
100.04 % TO

PRINTER USE
? YES

MODE SELECT
INPUT

OUTER DIAMETER
18.5000 IN

PIPE MATERIAL
? CS-SS

WALL THICKNESS
0.4720 IN

INNER LINING
? NO LING.

KIND OF FLUID
? ANOTHER

SOUND VELOCITY
1470 M/S-

SENSOR MOUNTING
? U

TYPE OF SENSOR
? SMALL

DATA CHANGE
? NO

SPACING
15.668 IN U

ZERO MODE
AUT ZERO

MM-DD HH:MM
06-08 11:18

06-08 11:1800 *R
+002.60 % AI2

MODE SELECT
TO CHECK

0642.6 MMSEC
100.03 % TO

06-08 11:1800 *R
+ 1.287E 46PM

06-08 11:2700 *R
+ 1.794E 46PM

1.794E - 46PM

84% Nozzle

Test #1 Upper Turbine

PRINTER USE
? YES

00-00 00:1600
+002.60 % AI2

MODE SELECT
TO CHECK

0644.4 MMSEC
100.26 % TO

0644.4 MMSEC
100.26 % TO

MODE SELECT
INPUT

OUTER DIAMETER
18.9500 IN

PIPE MATERIAL
? CS-SS

WALL THICKNESS
0.4720 IN

INNER LINING
? NO LING.

KIND OF FLUID
? ANOTHER

SOUND VELOCITY
1470 M/S-

SENSOR MOUNTING
? U

TYPE OF SENSOR
? SMALL

DATA CHANGE
? NO

SPACING
14.914 IN U

ZERO MODE
AUT ZERO

00-00 00:1900 *R
+ 1.225E 46PM

00-00 00:2000 *R
+ 1.648E 46PM

00-00 00:2000 *R
+ 1.648E 46PM

1.648E - 46PM

00-00 00:2000 *R
+ 1.648E 46PM

00-00 00:2000 *R
+ 1.648E 46PM

00-00 00:2000 *R
+ 1.648E 46PM

00-00 00:2000 *R
+ 1.648E 46PM

00-00 00:2000 *R
+ 1.648E 46PM

00-00 00:2000 *R
+ 1.648E 46PM

OUTER DIAMETER
18.950 IN

PIPE MATERIAL
? CS-SS

WALL THICKNESS
0.4720 IN

INNER LINING
? NO LING.

KIND OF FLUID
? ANOTHER

SOUND VELOCITY
1440 M/S-

SENSOR MOUNTING
? U

TYPE OF SENSOR
? SMALL

DATA CHANGE
? NO

SPACING
14.561 IN U

ZERO MODE
AUT ZERO

00-00 00:1800
+002.60 % AI2

MODE SELECT
TO CHECK

0644.4 MMSEC
098.58 % TO

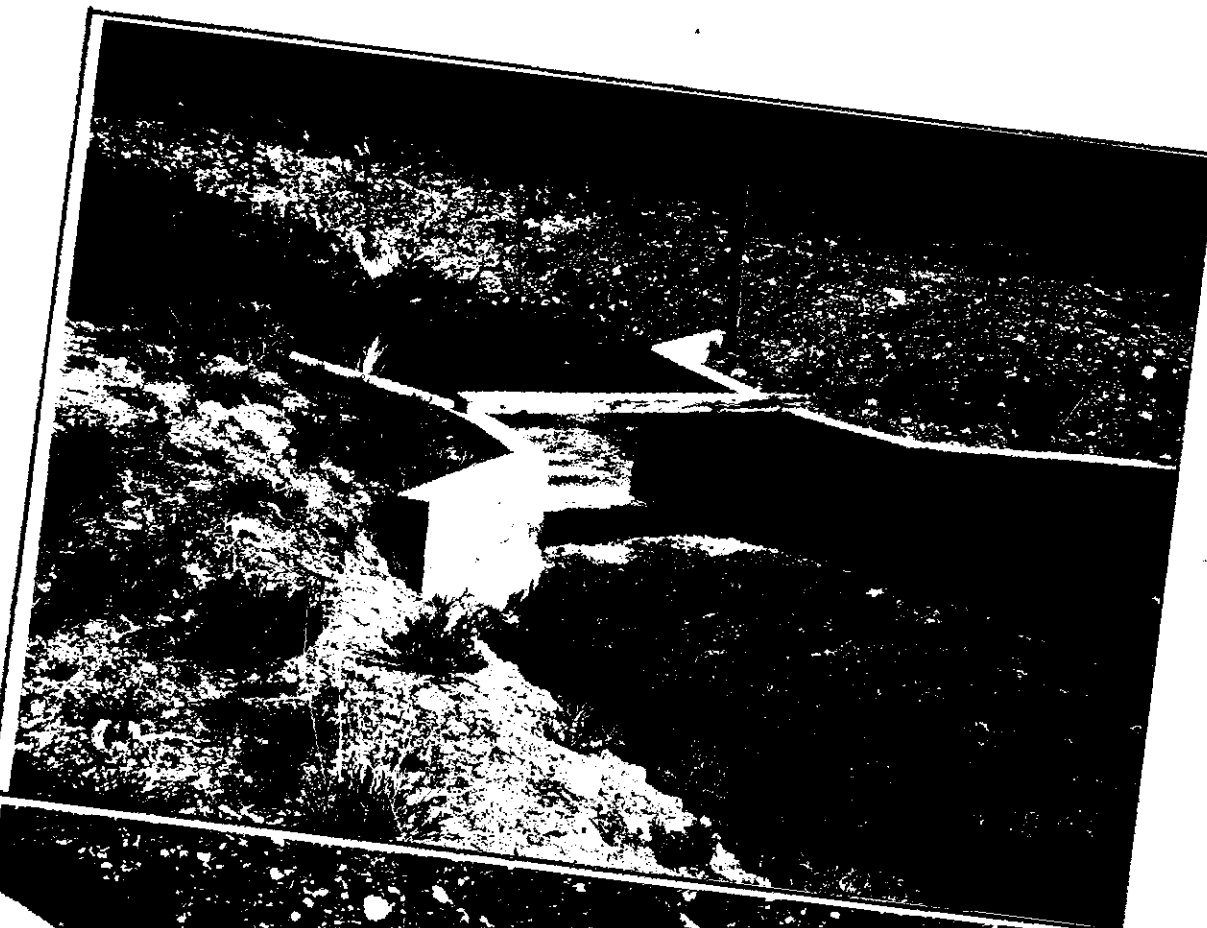
MODE SELECT
DATA SET

DATA SET MODE
? PRINTER

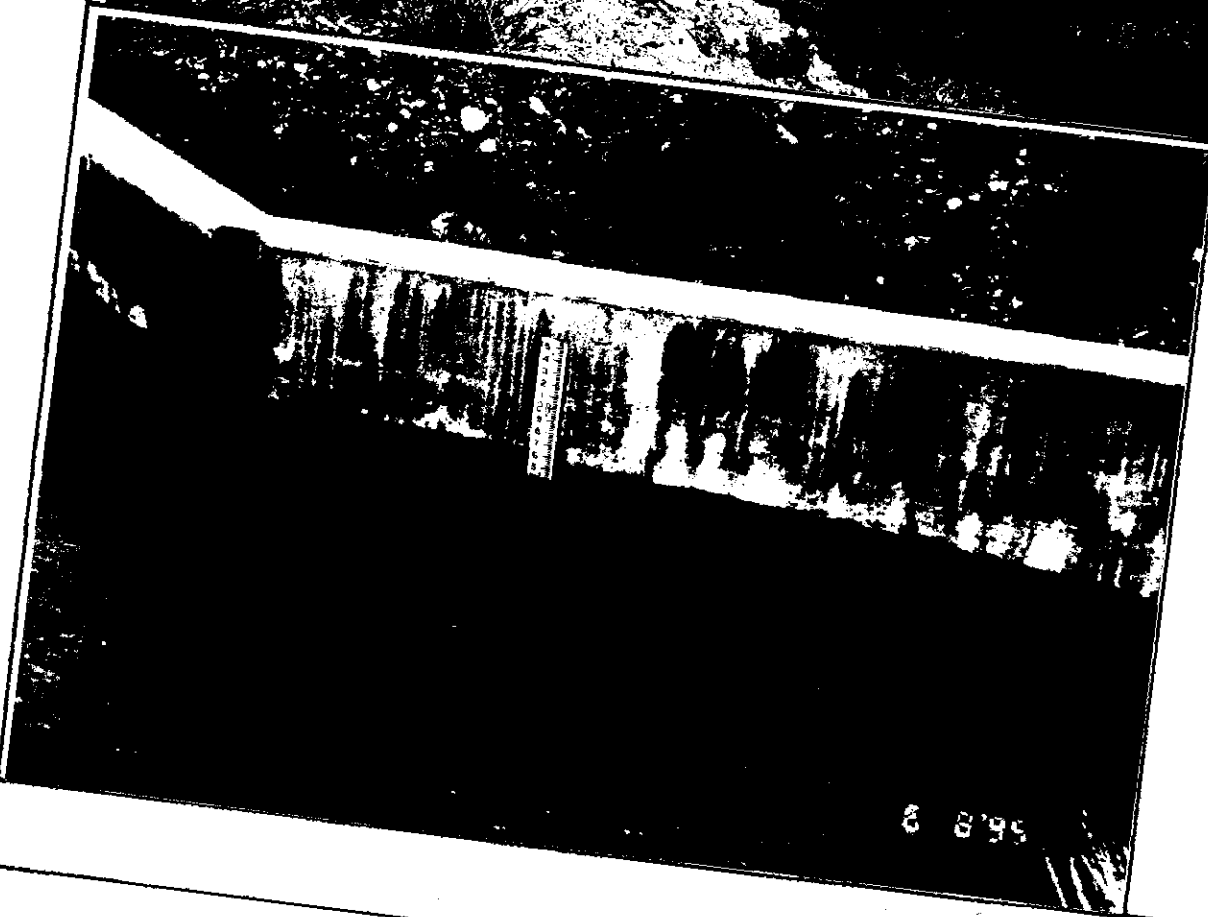
33-07181

3-13

POINT OF
DISCHARGE
INTO
WET CREEK



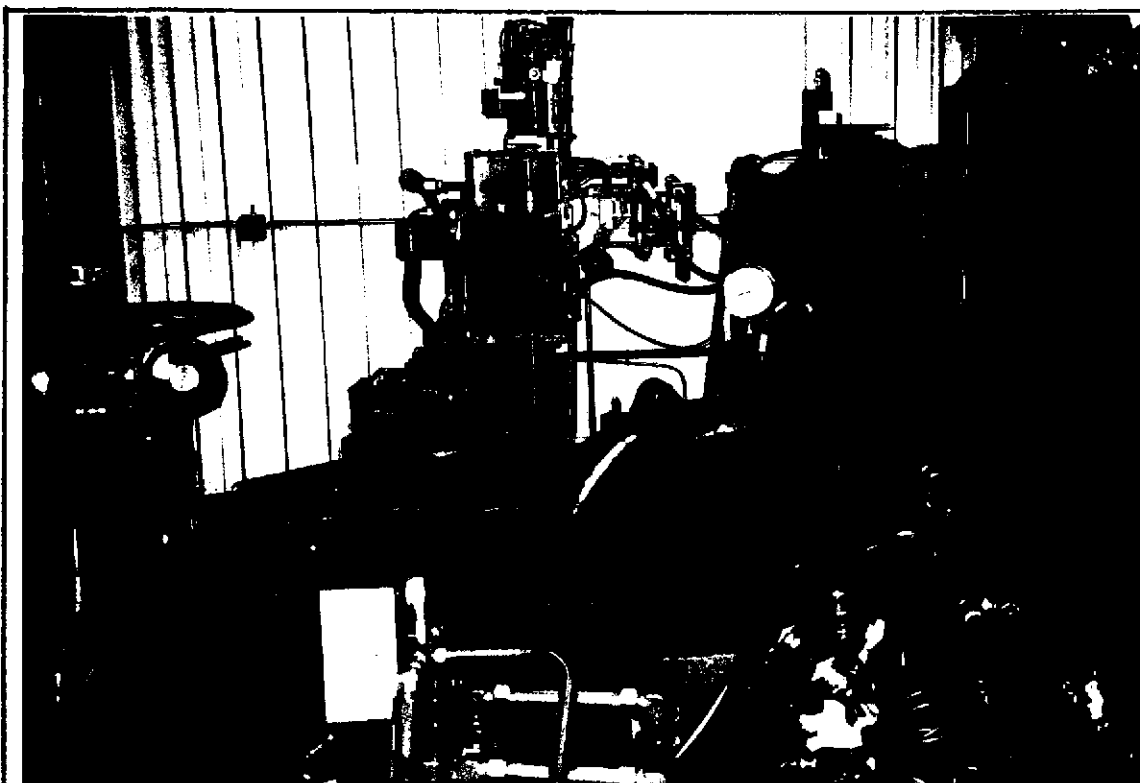
FLUME
MEASUREMENT
POINT ON
DISCHARGE
FLOW



8 8'95

33-07181

213



LEFT SIDE
LOWER
TURBINE
INPUT

INTERIOR
OF POWER
PLANT



RIGHT SIDE
UPPER
TURBINE
INPUT

PLACE OF
USE

WORK AREA
JUL 18 2007

33-07181

WESTINGHOUSE ELECTRIC CORP.
POWER

10/3



DRY CREEK
RESERVOIR

POINT OF
DIVERSION



POWER
PLANT ON
WET CREEK

PLACE OF
USE



DISCHARGE
CHANNEL

WESTINGHOUSE

JUL 10 1937

33-07181

①

6/8/95 Howe/Palmer

0800

Carroll

1000

M. Measurement.
1.42 on 6/7 56.22 cfs

Wair Reading 1.41 ft

55.58 cfs

A. H₂O 825 on 0-1500 Hillbaker

Plate Hillbaker Turbine #56330 Inst 1987

Rated Output 892 B. H. P.

Rated Net Head 783.6 ft.

Rated flow 76 CFS

Speed 1200 PPM.

England

Test #1 Right Hand Turbine (Upper)

Thickness .472

Dia 18.05

Spacing 14.561

1 bearing

3.2 Mega Watt.

1,225 46PM Valve 46% 825 ft Head.

27,295 cfs

1,6490 46PM Valve 84% 720 ft Head. Max

36,74 cfs

Test #2 Left Hand Turbine (Lower)

Thick .702

Dia 18.5

Spacing 15.668

1,287 46PM

1,792 46PM

790 ft Head at 46% Throttle

28,676
55.9

720 ft Head at 84% Throttle

→ 39.70
76.445
cfs

JUL 10 1995

33-07181

**ANALYSIS SHEET
FOR
PROOF OF BENEFICIAL USE**

Permit No. 33-07181 Reviewed by [Signature] Date 1-3-95

GENERAL CONSIDERATIONS

TYPES OF USE

yes Name same as permit?
no Address same as permit?

Power

~~yes~~ Proof timely received?
no If not, complete calculation below.

Correct Uses? yes

SOURCE OF WATER

☒ Surface water source

☐ Ground water source

☒ Drilling permit required?

☒ Copy in the file? Drilling Permit No. _____

☒ Amount paid for permit

_____ Correct?

☒ Well log in the file?

LICENSE EXAMINATION FEE

MEASURING DEVICE

yes Required?

yes Required?

600.00 Amount Submitted

yes Installed?

yes Correct?

_____ Waiver requested?

PRIORITY CALCULATION

Date proof received 11-3-94

Date proof due 11-1-94 - _____

No. of days late 2 = _____

Priority Date 5-1-86 + _____

New Priority Date 5-3-86

7 5/3/86

DEFICIENCIES OR ACTION ITEMS

Reinstate & advance priority to May 3, 1986.
Proof acceptable

DATA ENTRY

New Address 11 Stanwix St.
Pittsburgh, PA 15222

Proof Made 11/3/94



State of Idaho
DEPARTMENT OF WATER RESOURCES

1301 North Orchard Street, Statehouse Mail, Boise, Idaho 83720-9000
Phone: (208) 327-7900 FAX: (208) 327-7866

CECIL D. ANDRUS
GOVERNOR

R. KEITH HIGGINSON
DIRECTOR

January 4, 1995

WESTINGHOUSE ELECTRIC CORP
11 STANWIX ST.
PITTSBURGH PA 15222

PROOF ACKNOWLEDGEMENT LETTER

RE: PERMIT NO. 33-07181

Dear Permit Holder:

The department acknowledges receipt of the proof of beneficial use form submitted for the above referenced permit.

Enclosed is an order reinstating your permit since proof of beneficial use was received after the proof due date. Please note that the priority date has been advanced to May 3, 1986.

The next step in the process of developing a water right is for the department to conduct a field examination to determine and confirm the use being made of the water.

If you have questions concerning this matter, please feel free to contact the EASTERN Regional Office in Idaho Falls, at (208) 525-7161.

Sincerely,

JULIE L. YARBROUGH
Senior Secretary

Enclosure

c: IDWR - Region

Microfilm

JAN 19 1995



State of Idaho
DEPARTMENT OF WATER RESOURCES

1301 North Orchard Street, Statehouse Mail, Boise, Idaho 83720-9000
Phone: (208) 327-7900 FAX: (208) 327-7866

CECIL D. ANDRUS
GOVERNOR

R. KEITH HIGGINSON
DIRECTOR

December 8, 1994

Westinghouse Electric Company
One Oxford Center
Pittsburgh, PA 15219

RE: Permit No. 33-07181

Dear Permit Holder:

The Department is in receipt of the Request for Extension of Time you submitted in connection with the above referenced permit.

I am writing to advise you that since you have developed the water right and are diverting water for a beneficial use, a Proof of Beneficial Use form should be filed instead of an extension request. If you withdraw the extension request in writing within **thirty (30) days**, the Department will refund the \$50.00 filing fee or apply it to the license examination fee for the proof. If you chose not to withdraw the extension request, the Department will act on it as submitted and it will likely be denied.

Additionally, you can request that the Department delay the field examination until the flows return to normal.

I have enclosed a Proof of Beneficial Use form and instructions for your convenience.

If you have any questions or if I can be of assistance, please contact me at (208) 327-7953.

Sincerely,

JULIE L. YARBROUGH
Senior Secretary

Enclosure

RECEIVED

JAN 19 1995

RECEIVED
NOV 3 1994

STATE OF IDAHO
DEPARTMENT OF WATER RESOURCES

For Office Use Only
\$50 Fee Received by RT
Date 11/3/94
Receipt No. 031601

REQUEST FOR EXTENSION OF TIME

TO PROVIDE ADDITIONAL TIME IN WHICH TO SUBMIT PROOF OF
BENEFICIAL USE FOR A WATER RIGHT PERMIT

The Idaho Department of Water Resources will consider this form as a request that the permit holder(s) be granted an additional period of time under the provisions of Section 42-204, Idaho Code in which to complete development of a water right.

Permit No. 33-07181

Name(s) of Permit Holder: Westinghouse Electric Corp

Mailing Address: One Oxford Centre Pittsburgh Pa. 15219

Date Proof is Due: November 1, 1994 Telephone No. 412-393-3000

Describe what work has been completed toward the development of this water right:
(This must be filled out! If no work has been completed, show "none".)

The hydroelectric plant has been constructed and the open concrete canal from
the existing diversion dam has been replaced by a buried 36" diameter steel pipe.

Costing \$ \$5.5mm

The permit holder(s) has been unable to complete the remainder of the work for the following reasons:

The ongoing drought has prevented the full 85 cfs diversion rate authorized by permits
nos. 33-07154 and 33-07181 from being achieved.

Permit holder(s) request an extension to November 1, 19 95

FEE: \$50.00

Melvin E. West Investment Manager
(Signature)* Westinghouse Electric
*If other than permit holder, Power of Attorney must be supplied.

ACTION OF THE DEPARTMENT OF WATER RESOURCES

IT IS HEREBY ORDERED that the above request for extension of time be

Signed this _____ day of _____, 19 _____

RECORDED

JAN 19 1995

**ANALYSIS SHEET
FOR
EXTENSION OF TIME**

Permit No. 33-07181 Reviewed by [Signature] Date 11/15/94

BASIC INFORMATION

11-3-94 Date stamp received
no Extension received timely
yes Fee received and receipted
yes Name and signature same as permit
yes Address Change

BASIS FOR EXTENSION REQUEST

_____ Has adequate work been completed to demonstrate due diligence?
_____ Has the permit been involved in litigation?
_____ Is supporting documentation needed to complete the file? _____ Requested? _____
_____ Is delay by a government agency?
_____ Is supporting documentation needed to complete the file? _____ Requested? _____
_____ Is the project more than 25,000 acre feet for irrigation or 10,000 acre feet for a reservoir?

ACTION TAKEN Recommend Refund \$50.00 extension fee & suggest Proof be filed instead & delay field exam.

PRIORITY CALCULATION

Date extension received	_____	=	_____
Proof due date	_____	=	_____
Number of days late	_____	=	_____
Priority date	_____	=	_____
New Priority Date	_____	=	_____

DATA ENTRY

New Address One Oxford Center, Pittsburgh, PA. 15219
Change Proof Due Date _____
Change Priority Date _____

August 31, 1994

WESTINGHOUSE ELECTRIC CORP
C/O DONALD PATON/VP INVST GRP
FINANSVCS/LEASE FINANCE GRP
301 GRANT
PITTSBURGH PA 15219

PROOF DUE NOTICE

RE: PERMIT NO. 33-07181

Dear Permit Holder:

One of the conditions of approval of the above referenced water permit was that proof of the extent of your beneficial use must be submitted to this office on or before November 1, 1994. (See last page of your approved permit or your last approved extension request.) Enclosed is a form which when accompanied by the license examination fee or a complete field examination report prepared by a certified water right examiner may be used to submit the required proof.

If you have not fully completed your project, and you or a previous owner of this permit have not received a prior extension of time, you may request an extension of time if the delay is for reasonable cause as provided in Section 42-204, Idaho Code. If you have been prevented from proceeding by a governmental agency or by litigation which might bring title to the water in question, more than one extension of time can be granted. An extension of time request form is enclosed for your convenience.

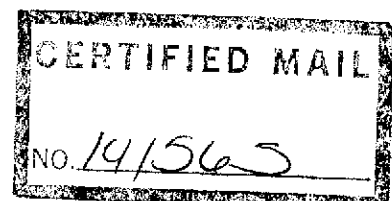
Either an acceptable proof of beneficial use submittal or an acceptable request for an extension of time must be received by this department on or before the above described proof due date. If neither is received, the department will send you a lapse notice. Within sixty (60) days of the mailing of the lapse notice, the permit will no longer be of any force nor effect.

SINCERELY,

JULIE L. YARBROUGH
Senior Secretary

Enclosures

JAN 19 1995



RECEIVED

JUL 09 1993

Department of Water Resources

HOLLAND & HART

ATTORNEYS AT LAW

DENVER
DENVER TECH CENTER
COLORADO SPRINGS
ASPEN
BILLINGS
BOISE
CHEYENNE
JACKSON
WASHINGTON, D.C.

SUITE 1400
WEST ONE PLAZA
BOISE, IDAHO 83702-7714
MAILING ADDRESS
P.O. BOX 2527
BOISE, IDAHO 83701-2527

TELEPHONE (208) 342-5000
FACSIMILE (208) 343-8869

Dana L. Hofstetter

July 8, 1993

Idaho Department of Water Resources
ATTN: Karen Gustafson
1301 North Orchard
Statehouse Mail
Boise, ID 83720-9000

Re: Permit No. 33-07089, 33-07154 and 33-07181

Dear Karen:

Thank you for forwarding to me Jim Johnson's May 21, 1993 letter confirming receipt of correspondence transferring ownership of the above referenced water rights to Westinghouse Electric Corporation. I noticed that the letter was sent to Westinghouse Electric Corporation but was not sent to anyone's attention. Since Westinghouse Electric Corporation is a very large entity, it is unlikely that correspondence will reach the appropriate place unless it is sent to a particular individual's attention. Accordingly, on behalf of Westinghouse Electric Corporation we respectfully request that the Idaho Department of Water Resources amend its records to ensure that future correspondence concerning the above referenced permits is sent to:

Mr. Donald Paton
Vice President, Investment Manager
Financial Services
Westinghouse Electric Corporation
Lease Finance Group
301 Grant Street
Pittsburgh, PA 15219

Thank you for your attention to this matter.

Sincerely,

HOLLAND & HART

Dana L. Hofstetter
Dana L. Hofstetter

DLH:cd

cc: Donald Paton
Robert K. Dannhauser, Esq.

30262/19623.1002

JAN 10 1995 Data Entry done
7/9/93
Klg

MEMORANDUM

DATE: May 17, 1993
TO: Files 33-07154 & 33-07181
FROM: Cindy Zimmerman
SUBJECT: Assignment of Permit

=====

For all documentation of assignments of the above referenced permits, please refer to 33-07089.

RECORDED

MAY 25 1993

February 19, 1992

Dana L. Hofstetter
Holland & Hart
P.O. Box 2527
Boise, Idaho 83701-2527

Re: Permit Nos. 33-07089, 33-07154, and 33-07181

Dear Ms. Hofstetter:

Thank you for returning the address information for Westinghouse Credit Corporation. The database has been updated to reflect the correction in their company name and address for the above referenced permits.

Thank you for your assistance with this matter.

Sincerely,

Brenda L. Miller
Technical Records Specialist

RECEIVED

MAY 25 1993

HOLLAND & HART
ATTORNEYS AT LAW

DENVER
DENVER TECH CENTER
COLORADO SPRINGS
ASPEN
BILLINGS
BOISE
CHEYENNE
JACKSON
WASHINGTON, D.C.

SUITE 1400
WEST ONE PLAZA
BOISE, IDAHO 83702-7714
MAILING ADDRESS
P.O. BOX 2527
BOISE, IDAHO 83701-2527

TELEPHONE (208) 342-5000
FACSIMILE (208) 343-8869

February 14, 1992

RECEIVED
FEB 18 1992

Department of Water Resources

Brenda L. Miller
Technical Records Specialist
State of Idaho
Department of Water Resources
1301 North Orchard Street
Statehouse Mail
Boise, ID 83720-9000

Re: Permit Nos.: 33-07089, 33-07154 and 33-07181

Dear Ms. Miller:

As we discussed on the telephone earlier this week, your letter of February 7, 1991 indicates that Idaho Department of Water Resources ("IDWR") records regarding the above-referenced permits have been revised to designate Westinghouse Farm Credit Corporation as the current owner. However, Westinghouse Credit Corporation is the correct name of the owner. I would appreciate your correcting the records, if necessary, to provide the correct name of the owner.

Further, you requested we provide you the address of Westinghouse Credit Corporation. Westinghouse Credit Corporation's address is:

Attention: Donald Paton
Westinghouse Credit Corporation
One Oxford Centre
Pittsburgh, Pennsylvania 15219

Please also correct IDWR records for the above referenced permits to include this address.

MAY 25 1993

Brenda L. Miller
February 14, 1992
Page 2

I would appreciate a note confirming these changes.
Thank you for your assistance with these matters.

Sincerely,

HOLLAND & HART



Dana L. Hofstetter

DLH/md

cc: Donald Paton
Robert Dannhauser, Esq.

MAILED 100

MAY 25 1992

February 7, 1992

RE: Permit Nos.: 33-07089, 33-07154, & 33-07181

Westinghouse Farm Credit Corporation
c/o Holland & Hart
Attn: Dana Hofstetter
PO Box 2527
Boise, ID 83701-2527

Dear Water Right Holder:

We acknowledge receipt of the correspondence transferring ownership of the above referenced water rights to you. We have modified our computer records to reflect this change in ownership.

If you have any questions regarding this matter, please feel free to contact us.

Sincerely,

BRENDA L. MILLER
Technical Records Specialist

BLM:clh

MAY 8 1992



State of Idaho

DEPARTMENT OF WATER RESOURCES

1301 North Orchard Street, Statehouse Mail, Boise, Idaho 83720-9000

Phone: (208) 327-7900 FAX: (208) 327-7866

CECIL D. ANDRUS
GOVERNOR

R. KEITH HIGGINSON
DIRECTOR

November 8, 1991

HDI Associates IV
10394 West Chatfield Avenue, #108
Littleton, Co 80127

Re: Permit No. 33-07181

Dear Permit Holder:

Enclosed is a copy of the approved request for extension of time. The time within which to submit proof of beneficial use is extended to November 1, 1994.

Please note that the department has granted this extension based on due diligence. It is important that you work diligently toward the completion of this project during the construction period allowed. The department may not be able to grant additional requests.

If you have any questions or if I can be of any further assistance, please feel free to contact this office.

Sincerely,

Karen L. Gustafson
Secretary/Records Manager

Enclosure

C: IDWR-Regional Office

MICROFILMED

DEC 09 1991

STAFF REVIEW SHEET - EXTENSION OF TIME

Permit No. 33-7181

Reviewed by KLG

Date 11/5/91

BASIC INFORMATION

10/31 Date stamp received
11/1 Extension received timely (not too early not too late)
YES Fee received and receipted
YES Name and signature same as permit
NO Address change

BASIS FOR EXTENSION REQUEST

Has adequate work been completed to demonstrate due diligence?
 Has the cost incurred been adequate to demonstrate an intent to complete the project?
 Has the permit been involved in litigation?
 a. Swan Falls _____ Dismissed from Swan Falls _____
 Other _____ Identify _____
 b. Is supporting documentation needed to complete the file? _____
 Requested _____
 c. Calculate the period of delay

Date litigation completed _____

Date litigation began _____

Total period of delay = _____

Present proof due date + _____

NEW PROOF DUE DATE = _____

Is delay by a government agency?
 Is supporting documentation needed to complete the file? _____
 Requested? _____

ACTION TAKEN

approved - Based on due diligence
Extend to 11/1/94

Reinstate Date extension received _____ = _____
 Proof due date _____ = _____
 No. of days late _____ = _____
 Priority date _____ = + _____
 ADJUSTED PRIORITY DATE _____ = _____

DATE ENTRY

Change proof due date _____ Address change _____
 Priority date change _____

INTER-DEPARTMENT MEMO

TO: File
FROM: Karen

SUBJECT: additional
correspondence
DATE: 11/6/91

Correspondence from Law Firm of Holland &
Start Reference WR#

33-7089 - 33-7154 - 33-7181

Original Correspondences in File #

RECEIVED

33-7154

DEC 09 1991

() For your information

() Response required

Karen Gustafson
signature

138989

August 31, 1991

HDI ASSOC. IV
10394 W. CHATFIELD AVE. #108
LITTLETON, CO 801270000

PROOF DUE NOTICE

RE: PERMIT NO. 33-07181

Dear Permit Holder:

One of the conditions of approval of the above referenced water permit was that proof of the extent of your beneficial use must be submitted to this office on or before November 1, 1991. (See last page of your approved permit or your last approved extension request.) Enclosed is a form which when accompanied by the license examination fee or a complete field examination report prepared by a certified water right examiner may be used to submit the required proof.

If you have not fully completed your project, and you or a previous owner of this permit have not received a prior extension of time, you may request an extension of time if the delay is for reasonable cause as provided in Section 42-204, Idaho Code. If you have been prevented from proceeding by a governmental agency or by litigation which might bring title to the water in question, more than one extension of time can be granted. An extension of time request form is enclosed for your convenience.

Either an acceptable proof of beneficial use submittal or an acceptable request for an extension of time must be received by this department on or before the above described proof due date. If neither is received, the department will send you a lapse notice. Within sixty (60) days of the mailing of the lapse notice, the permit will no longer be of any force nor effect.

SINCERELY,

Rita Fleck
Secretary/Records Manager

Enclosures

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DEC 09 1991



State of Idaho
DEPARTMENT OF WATER RESOURCES

1301 North Orchard Street, Statehouse Mail, Boise, Idaho 83720 - (208) 334-7900

CECIL D. ANDRUS
GOVERNOR
R. KEITH HIGGINSON
DIRECTOR

March 28, 1988

Jane B. Kroesche
Attorney at Law
600 Montgomery Street
San Francisco, CA 94111

Re: Water Permit Nos. 33-7089, 33-7154, and 33-7181

Dear Ms. Kroesche:

The Department of Water Resources acknowledges receipt of your letter and accompanying documents regarding your security interest in the above water permits. We will place the letter and documents in our files.

Our computer records do not guarantee that all correspondence will be mailed to a secured party, if the secured party is not the owner of the permits. The security interest which Westinghouse Credit Corporation (Westinghouse) took was not one of direct possession or ownership. Westinghouse will not be listed in our database as the official entity to whom all notice is given. We cannot guarantee that all correspondence will be sent to Westinghouse, although most correspondence will probably be carbon copied to Westinghouse, but we cannot guarantee that Westinghouse will receive notice of every transaction regarding the permits.

Sincerely,

GARY SPACKMAN, Supervisor
Water Allocation Section

GS:jf

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APR 04 1988

LAW OFFICES
ORRICK, HERRINGTON & SUTCLIFFE
600 MONTGOMERY STREET
SAN FRANCISCO, CALIFORNIA 94111
TELEPHONE (415) 392-1122
TELECOPIER (415) 773-5759 TELEX 70-3520

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MAR 14 1988

Department of Water Resources

NEW YORK, NEW YORK 10022
599 LEXINGTON AVENUE
TELEPHONE (212) 326-8800

SAN JOSE, CALIFORNIA 95113
55 ALMADEN BOULEVARD
TELEPHONE (408) 298-8800

SACRAMENTO, CALIFORNIA 95814
555 CAPITOL MALL
TELEPHONE (916) 447-9200

LOS ANGELES, CALIFORNIA 90071
333 SOUTH HOPE STREET
TELEPHONE (213) 680-7000

WRITER'S DIRECT DIAL NUMBER
(415) 773-5862

March 9, 1988

State of Idaho
Department of Water Resources
State Office
450 West State Street
Boise, Idaho 83720

Re: Water Permit Nos. 33-7089, 33-7154,
33-7181 ✓

Ladies/Gentlemen:

On behalf of Westinghouse Credit Corporation ("Westinghouse"), I am writing to inform you that Westinghouse has taken a security interest in the above-referenced Water Permits and any licenses that in the future may be issued in their place (the "Permits") currently held by HDI Associates IV Limited Partnership ("HDI Associates") pursuant to a sale/leaseback transaction between HDI Associates and Westinghouse. Attached hereto is a copy of the Security Agreement granting Westinghouse a security interest in the Permits.

Please send a copy of all notices to and correspondence with HDI Associates, or its successors or assigns, to:

Westinghouse Credit Corporation
Leasing Division
One Oxford Centre
Pittsburgh, PA 15219

Attention: James F. Risoleo
Vice President, Specialized Finance

Please contact the undersigned at the number above if you have any questions or need further information.

Very truly yours,

Jane B. Kroesche

Jane B. Kroesche

MICROFILMED

APR 04 1988

JBK:acm
cc: Donnie R. Pope
Richard Grosdidier

DATE March 15, 1988

FROM Cheryl

TO File 33-7181

SUBJECT

For copy of Participation Agreement, Exhibit To The Participation Agreement,
Ground Lease & Facility And Site Lease; See File 33-7089.

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APR 04 1988

SIGNATURE



State of Idaho

DEPARTMENT OF WATER RESOURCES

STATE OFFICE, 1301 North Orchard Street Boise, Idaho 83706-2237 • (208) 334-4440

CECIL D. ANDRUS
Governor

R. KEITH HIGGINSON
Director

March 9, 1988

Scott L. Campbell
Attorney at Law
P.O. Box 1559
Boise, ID 83701

Re: Mortgage/Security Interest in Water Permit Nos. 33-7089,
33-7154, and 33-7181

Dear Scott:

I have reviewed the documents which you transmitted to this office on March 8, 1988. I understand that HDI Associates IV, Limited Partnership, will secure financing by offering Permit Nos. 33-7089, 33-7154, and 33-7181 as collateral for a loan provided by Westinghouse Credit Corporation.

I find that Westinghouse Credit Corporation is authorized to do business in the state of Idaho as evidenced by an Idaho certificate of corporate status. I also find that the mortgage is made in good faith and not for purposes of speculation or delay, particularly because the power plant is currently operating.

Finally, I understand that HDI Associates IV, Limited Partnership, will retain ownership of the permits.

Sincerely,

GARY SPACKMAN, Supervisor
Water Allocation Section

GS:jf

RECORDED

APR 04 1988

ELAM, BURKE AND BOYD

ATTORNEYS AND COUNSELORS AT LAW

BOISE OFFICE

702 WEST IDAHO
POST OFFICE BOX 1559
BOISE, IDAHO 83701
TELEPHONE 208-343-5454

CANYON COUNTY OFFICE

1120 SIXTH STREET SOUTH
POST OFFICE DRAWER E
NAMPA, IDAHO 83653
TELEPHONE 208-466-9222

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MAR - 8 1988

Department of Water Resources

BOISE OFFICE

LAUREL E. ELAM (1888-1974)	TODD J. WILCOX
CARL A. BURKE (1898-1961)	PETER C. K. MARSHALL
CARL P. BURKE	KENNETH M. SEBBS
PETER J. BOYD	TRUDY HANSON FOUSER
J. RAY DURTSCHI	D. ALAN KOFOED
M. ALLYN DINGEL, JR.	SCOTT L. CAMPBELL
WACK S. GJORDING	BOBBI KILLIAN DOMINICK
JOHN MAGEL	W. DALLAS BURKHALTER
DAVID B. LINCOLN	ALAN CONILOGUE
RICHARD C. MELLON, JR.	ELAINE D. HANSON
ROBERT M. TYLER, JR.	JEFFERY J. VENTRELLA
JAMES D. LARUE	BRENDA G. MEIER
RANDALL A. PETERMAN	JOHN J. JANIS
WILLIAM J. RUSSELL	WENDY E.D. SMITH
KAYE L. O'RIOURDAN	JAMES A. FORD
RYAN P. ARMBRUSTER	STEVEN D. ERDAHL
DAVID E. COMSTOCK	SCOTT W. DAVIDSON
MELVILLE W. FISHER II	JEFFREY A. THOMSON
WILLIAM G. DRYDEN	

CANYON COUNTY OFFICE

WILLIAM F. YOST

March 8, 1988

Gary Spackman, Division Chief
Water Rights Allocation Division
State of Idaho
Department of Water Resources
1301 N. Orchard
Boise, Idaho 83706

VIA HAND DELIVERY

Re: Water Permit Nos. 33-7089, 33-7154, 33-7181

Dear Gary:

Pursuant to our discussions of March 7, 1988, I have enclosed copies of the following documents:

1. Participation Agreement among Westinghouse Credit Corporation, lessor; HDI Associates IV, Limited Partnership, lessee; HDI-Idaho, Inc., general partner; and Hydroelectric Development, Inc., guarantor;
2. Leasehold Mortgage, Assignment of Lease and Rents, Security Agreement and Fixture Filing between HDI Associates IV, Limited Partnership and Westinghouse Credit Corporation;
3. Ground Lease between HDI Associates IV, Limited Partnership and Westinghouse Credit Corporation;
4. Facility and Site Lease between Westinghouse Credit Corporation, lessor, and HDI Associates IV, Limited Partnership, lessee; and
5. Certificate of Corporate Status of Westinghouse Credit Corporation.

As you will note, all of the documents listed above, with the exception of the Certificate of Corporate Status, are in final form. These documents represent the substantially final form of the documents which the parties anticipate executing.

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APR - 04 1988

Gary Spackman, Division Chief
March 8, 1988
Page 2

As I explained during our conversation on March 7, 1988, the basic transaction involves a sale of the hydroelectric powerhouse facility to Westinghouse Credit Corporation, a lease of the real property, which is retained in the ownership of HDI Associates IV, Limited Partnership, and a leaseback of the hydroelectric facility from Westinghouse Credit Corporation to HDI Associates IV, Limited Partnership.

The parties to this transaction are presenting this documentation to the Idaho Department of Water Resources to satisfy the requirements of Idaho Code section 42-207, inasmuch as the Leasehold Mortgage, Assignment of Lease and Rents, Security Agreement and Fixture Filing will constitute a mortgage or creation of a security interest in the water permits for the project described above. Consequently, we have submitted the Certificate of Corporate Status, demonstrating that Westinghouse Credit Corporation is qualified to do business in the State of Idaho.

As I indicated to you on March 7, 1988, the parties desire to close this transaction on or before March 9, 1988. Consequently, your expedited review and action on this matter is respectfully requested.

Thank you for your anticipated cooperation.

Very truly yours,

ELAM, BURKE & BOYD

DICTATED BY THE ATTORNEY
AND MAILED WITHOUT SIGNATURE
IN HIS ABSENCE TO AVOID DELAY
Scott L. Campbell

SLC:jc
Enclosures

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APR 04 1988



Department of State.

**CERTIFICATE OF CORPORATE STATUS
OF**

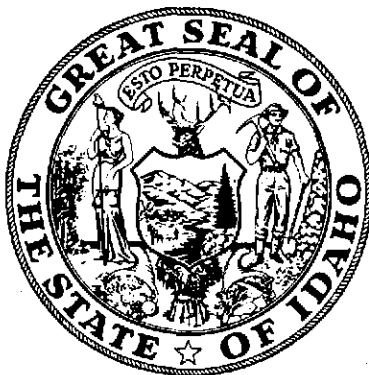
WESTINGHOUSE CREDIT CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that I am the custodian of the corporation records of this State.

I FURTHER CERTIFY That the records of this office show that the above-named corporation was incorporated under the laws of Delaware and was issued a certificate of qualification in Idaho on May 7, 1956.

I FURTHER CERTIFY That the corporation's authority to do business has not been forfeited.

Dated March 7, 1988



Pete T. Cenarrusa
SECRETARY OF STATE

by *Sandra M. Taubert*

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APR 04 1988

BayBank Boston, N.A.
175 Federal Street
Boston, MA 02110
(617) 482-1040

RECEIVED
MAY 05 1987

BayBank

Department of Water Resources

May 1, 1987

Director
Department of Water Resources
State of Idaho
450 West State Street
Boise, Idaho 83702

Re: Snake River Adjudication Process and Water
Permits Nos. 33-7089, 33-7154, and 33-7181

Dear Director:

I hereby request, pursuant to Idaho Code section 42-1408A(3), that you provide BayBank Boston, N.A., written notice of order, commencing the Snake River adjudication process in your state. Please send the notice of order to my attention at the address indicated above.

BayBank Boston has provided construction financing for the Dry Creek hydroelectric project, which utilizes the water appropriated under the above-referenced water permits. Consequently, the bank is interested in receiving all pertinent notices which are issued by the Department of Water Resources involving the Snake River adjudication process to the extent that they have any impact upon those permits.

Thank you for your assistance in this regard.

Very truly yours,

Michael M. Parker

Michael M. Parker
Vice President

MMP:ped

MICROFILMED

APR 04 1988

Research of water rights by points of diversion
or place of use for printed abstract report.

Place of use is not shown in report
Address of current owner not shown in report
Search limited to WET CREEK and those rights containing WET CRE
Points of diversion researched for water rights:

10N
27E
31
32
33
10N
26E
35
36

No rights located

33-0089 (no pd given)

MICROFILMED

APR 04 1988

Research of water rights by points of diversion
or place of use for printed abstract report.

Place of use is not shown in report
Address of current owner not shown in report
Search limited to LITTLE LOST RIVER and those rights containing LITTLE
Points of diversion researched for water rights:

09N
27E
08N
27E
07N
27E
07N
28E
06N
28E
06N
29E
05N
29E

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APR 04 1988

4-Mar-1987

POINT OF DIVERSION: Township 09N Range 27E

STATE OF IDAHO DEPARTMENT OF WATER RESOURCES
WATER RIGHTS ABSTRACT

WR-NUMBER:
33-7170

CURRENT OWNER:
GREGORY SALL

PRIORITY DATE:
12-Sep-1984

STAGE:
APPLICATION

COUNTY: BUTTE

SOURCE: LITTLE LOST RIVER

WATER USE:
POWER

TRIBUTARY: SINKS

DIVERSION-RATE:
100.000 CFS

DIVERSION-VOLUME:
0.00 AF

TOTAL RATE:
100.000 CFS

TOTAL VOLUME:
0.00 AF

REMARKS: 20,000 HORSEPOWER UNDER 2500 FEET OF HEAD
PENDING PERC ACTION.

POINT OF DIVERSION:

T11N	R26E	S10	NENE
T11N	R26E	S11	NENE
T11N	R27E	S30	SENE
T10N	R27E	S09	SESE
T10N	R27E	S15	NWSW
T10N	R27E	S15	SESE
T10N	R27E	S23	NESW
T10N	R27E	S26	SENE
T10N	R27E	S35	NENW
T10N	R27E	S35	NESE
T09N	R27E	S02	SESE
T09N	R27E	S11	NENE
T09N	R27E	S18	NWNW
T09N	R27E	S13	NENE
T09N	R28E	S19	NWSE
T09N	R28E	S29	NENW
T09N	R28E	S31	NWNE
T09N	R28E	S32	SENE
T08N	R28E	S05	SWNW
T08N	R28E	S05	NESW

WR-NUMBER:
33-0090E

CURRENT OWNER:
HAROLD R. WILLIAMS

PRIORITY DATE:
1-Apr-1887

STAGE:
DECREE

COUNTY: BUTTE

SOURCE: LITTLE LOST RIVER

WATER USE:
IRRIGATION
DOMESTIC

TRIBUTARY: SINKS

DIVERSION-RATE:
0.400 CFS

DIVERSION-VOLUME:
0.00 AF

TOTAL RATE:
0.400 CFS

TOTAL VOLUME:
0.00 AF

REMARKS: TRANSFER 404, 423, 450.

POINT OF DIVERSION: T09N R27E S16 NESE

MICROFILMED

APR 04 1988

POINT OF DIVERSION: Township 07N Range 27E

STATE OF IDAHO DEPARTMENT OF WATER RESOURCES
WATER RIGHTS ABSTRACTWR-NUMBER:
33-2007CURRENT OWNER:
ADOLPH M. MYRUPPRIORITY DATE:
15-Feb-1909STAGE:
LICENSECOUNTY: BUTTE
SOURCE: LITTLE LOST RIVER
WATER USE:
IRRIGATION
DOMESTICTRIBUTARY:
DIVERSION-RATE:
2.900 CFS
0.000 CFS
2.900 CFSDIVERSION-VOLUME:
0.00 AF
0.00 AF
0.00 AF

TOTAL RATE:

TOTAL VOLUME:

REMARKS: P/D INCOMPLETE. SEE FILE. AC. IRR = 145.
LICENSE INCORRECTLY INDICATES COUNTY AS BLAINE.

POINT OF DIVERSION: T07N R27E S01 NWSW

WR-NUMBER:
33-2133CURRENT OWNER:
L. R. HAWLEYPRIORITY DATE:
22-Jun-1949STAGE:
LICENSECOUNTY: BUTTE
SOURCE: LITTLE LOST RIVER
WATER USE:
IRRIGATION STORAGETRIBUTARY: SINKS
LITTLE LOST RIVER
DIVERSION-RATE:
0.000 CFS
0.000 CFSDIVERSION-VOLUME:
2960.00 AF
2960.00 AF

TOTAL RATE:

TOTAL VOLUME:

REMARKS: LICENSE OMITTED 40 AC. IN SWNE S8, T7N, R28E.
THIS RT. DIVERTS WINTER FLOW TO ROOT ZONE STORAGE. THERE IS NO
RESERVOIR NOR DIRECT IRRIGATION OF CROPS UNDER THIS RT.
SOURCES ARE LITTLE LOST R., TRIB. SINKS: UPPER SPRING CK., TRIB.
LITTLE LOST R.POINT OF DIVERSION: T07N R28E S05 NWSW
T07N R27E S12 NWSW

MICROFILMED

APR 04 1988

4-Mar-1987

POINT OF DIVERSION: Township 07N Range 28E

STATE OF IDAHO DEPARTMENT OF WATER RESOURCES
WATER RIGHTS ABSTRACT

WR-NUMBER: 33-2133
 CURRENT OWNER: L. R. HAWLEY
 COUNTY: BUTTE
 SOURCE: LITTLE LOST RIVER
 WATER USE: UPPER SPRING CREEK
 IRRIGATION STORAGE
 DIVERSION-RATE: 0.000 CFS
 TOTAL RATE: 0.000 CFS
 SINKS
 LITTLE LOST RIVER
 DIVERSION-VOLUME: 2960.00 AF
 TOTAL VOLUME: 2960.00 AF
 STAGE: LICENSE
 PRIORITY DATE: 22-Jun-1949

REMARKS: LICENSE OMITTED 40 AC. IN SWNE S8, T7N, R28E.
 THIS RT. DIVERTS WINTER FLOW TO ROOT ZONE STORAGE, THERE IS NO
 RESERVOIR NOR DIRECT IRRIGATION OF CROPS UNDER THIS RT.
 SOURCES ARE LITTLE LOST R., TRIB. SINKS: UPPER SPRING CK., TRIB.
 LITTLE LOST R.

POINT OF DIVERSION: T07N R28E S05 NWSW
 T07N R27E S12 NWSW

WR-NUMBER: 33-0004
 CURRENT OWNER: BLAINE COUNTY INVESTMENT CO.
 COUNTY: BUTTE
 SOURCE: LITTLE LOST RIVER
 WATER USE: IRRIGATION
 DIVERSION-RATE: 12.000 CFS
 TOTAL RATE: 12.000 CFS
 TRIBUTARY: SINKS
 DIVERSION-VOLUME: 0.00 AF
 TOTAL VOLUME: 0.00 AF
 STAGE: DECREE
 PRIORITY DATE: 23-Jan-1905

REMARKS: P/U INCOMPLETE. SEE DECREE.

POINT OF DIVERSION: T07N R28E S21 NWSW
 T07N R28E S28 SWSW
 T06N R28E S11 NWSW

WR-NUMBER: 33-0005
 CURRENT OWNER: BLAINE COUNTY INVESTMENT CO.
 COUNTY: BUTTE
 SOURCE: LITTLE LOST RIVER
 WATER USE: IRRIGATION
 DIVERSION-RATE: 145.000 CFS
 TOTAL RATE: 145.000 CFS
 TRIBUTARY: SINKS
 DIVERSION-VOLUME: 0.00 AF
 TOTAL VOLUME: 0.00 AF
 STAGE: DECREE
 PRIORITY DATE: 14-Jan-1908

REMARKS: P/U INCOMPLETE. SEE DECREE.

POINT OF DIVERSION: T07N R28E S21 NWSW
 T07N R28E S28 SWSW
 T06N R28E S11 NWSW

MICROFILMED

APR 04 1988

4-Mar-1987

POINT OF DIVERSION: Township 06N Range 28E

STATE OF IDAHO DEPARTMENT OF WATER RESOURCES
WATER RIGHTS ABSTRACT

WR-NUMBER:
33-0068

CURRENT OWNER:
BLAINE COUNTY CANAL CO.

PRIORITY DATE:
1-Jun-1891

STAGE:
DECREE

COUNTY: BUTTE

SOURCE: LITTLE LOST RIVER

WATER USE:
IRRIGATION

TRIBUTARY: SINKS

DIVERSION-RATE:
4.290 CFS

DIVERSION-VOLUME:
0.00 AF

TOTAL RATE:
4.290 CFS

TOTAL VOLUME:
0.00 AF

REMARKS: AMOUNT OF 6.0 CFS REDUCED TO 4.28 FOR TRANSMISSION LOSS.
AS PER TRANS. 656.

POINT OF DIVERSION: T06N R28E S02 SWSW

WR-NUMBER:
33-0075

CURRENT OWNER:
BLAINE COUNTY CANAL CO.

PRIORITY DATE:
15-Jul-1884

STAGE:
DECREE

COUNTY: BUTTE

SOURCE: LITTLE LOST RIVER

WATER USE:
IRRIGATION

TRIBUTARY: SINKS

DIVERSION-RATE:
3.430 CFS

DIVERSION-VOLUME:
0.00 AF

TOTAL RATE:
3.430 CFS

TOTAL VOLUME:
0.00 AF

REMARKS: AMOUNT OF 4.8 CFS REDUCED TO 3.43 FOR TRANSMISSION LOSS.
AS PER TRANS 656.

POINT OF DIVERSION: T06N R28E S02 SWSW

WR-NUMBER:
33-0004

CURRENT OWNER:
BLAINE COUNTY INVESTMENT CO.

PRIORITY DATE:
23-Jan-1905

STAGE:
DECREE

COUNTY: BUTTE

SOURCE: LITTLE LOST RIVER

WATER USE:
IRRIGATION

TRIBUTARY: SINKS

DIVERSION-RATE:
12.000 CFS

DIVERSION-VOLUME:
0.00 AF

TOTAL RATE:
12.000 CFS

TOTAL VOLUME:
0.00 AF

REMARKS: P/U INCOMPLETE. SEE DECREE.

POINT OF DIVERSION: T07N R28E S21 NWSW

T07N R28E S28 SWSW

T06N R28E S11 NENW

WR-NUMBER:
33-0005

CURRENT OWNER:
BLAINE COUNTY INVESTMENT CO.

PRIORITY DATE:
14-Jan-1908

STAGE:
DECREE

COUNTY: BUTTE

SOURCE: LITTLE LOST RIVER

WATER USE:
IRRIGATION

TRIBUTARY: SINKS

DIVERSION-RATE:
145.000 CFS

DIVERSION-VOLUME:
0.00 AF

TOTAL RATE:
145.000 CFS

TOTAL VOLUME:
0.00 AF

REMARKS: P/U INCOMPLETE. SEE DECREE.

POINT OF DIVERSION: T07N R28E S21 NWSW

T07N R28E S28 SWSW

T06N R28E S11 NENW

WR-NUMBER:

CURRENT OWNER:

PRIORITY DATE:

STAGE:

MICROFILMED
APR 04 1988

33-0083 WENDALL HANSEN 1-JUN-1891 DECREE

COUNTY: BUTTE
SOURCE: LITTLE LOST RIVER
WATER USE: IRRIGATION

TRIBUTARY: SINKS
DIVERSION-RATE: 0.560 CFS
DIVERSION-VOLUME: 0.00 AF
TOTAL RATE: 0.560 CFS
TOTAL VOLUME: 0.00 AF

REMARKS: TRANSFER 743.
20% (0.14 CFS) OF ORIGINAL RIGHT GIVEN UP FOR P/D CHANGE.

POINT OF DIVERSION: T06N R28E S24 NESE

WR-NUMBER: 33-0031B
CURRENT OWNER: TOM HOCKING

PRIORITY DATE: 1-SEP-1879
STAGE: DECREE

COUNTY: BUTTE
SOURCE: LITTLE LOST RIVER
WATER USE: IRRIGATION
DOMESTIC

TRIBUTARY: SINKS
DIVERSION-RATE: 1.400 CFS
DIVERSION-VOLUME: 0.00 AF
TOTAL RATE: 1.400 CFS
TOTAL VOLUME: 0.00 AF

REMARKS: SEE TRANS. 135 AND 772.

POINT OF DIVERSION: T06N R28E S24 NWNE

WR-NUMBER: 33-0031F
CURRENT OWNER: HANSEN BROTHERS

PRIORITY DATE: 1-SEP-1879
STAGE: DECREE

COUNTY: BUTTE
SOURCE: LITTLE LOST RIVER
WATER USE: IRRIGATION

TRIBUTARY: SINKS
DIVERSION-RATE: 0.700 CFS
DIVERSION-VOLUME: 0.00 AF
TOTAL RATE: 0.700 CFS
TOTAL VOLUME: 0.00 AF

POINT OF DIVERSION: T06N R28E S24 SENE

MAILED
APR 04 1988

4-Mar-1987

POINT OF DIVERSION: Township 06N Range 29E

STATE OF IDAHO DEPARTMENT OF WATER RESOURCES
WATER RIGHTS ABSTRACT

WR-NUMBER: 33-0031D
CURRENT OWNER: EMLEN MAYS
PRIORITY DATE: 1-Sep-1879
STAGE: DECREE

COUNTY: BUTTE
SOURCE: LITTLE LOST RIVER
WATER USE: IRRIGATION
DOMESTIC

TRIBUTARY: SINKS
DIVERSION-RATE: 1.260 CFS
DIVERSION-VOLUME: 0.00 AF

TOTAL RATE: 1.260 CFS
TOTAL VOLUME: 0.00 AF

REMARKS: AS PER TRANS. 607 AND 817.
TEN PERCENT DEDUCTED FROM 1.4 CFS FOR TRANSMISSION LOSS.

POINT OF DIVERSION: T06N R29E S32 NWNW

WR-NUMBER: 33-0031H
CURRENT OWNER: EMLEN G. MAYS
PRIORITY DATE: 1-Sep-1879
STAGE: DECREE

COUNTY: BUTTE
SOURCE: LITTLE LOST RIVER
WATER USE: IRRIGATION

TRIBUTARY: SINKS
DIVERSION-RATE: 1.440 CFS
DIVERSION-VOLUME: 0.00 AF

TOTAL RATE: 1.440 CFS
TOTAL VOLUME: 0.00 AF

POINT OF DIVERSION: T06N R29E S32 NWNW

WR-NUMBER: 33-0031J
CURRENT OWNER: WOODIE LAND & LIVESTOCK
PRIORITY DATE: 1-Sep-1879
STAGE: DECREE

COUNTY: BUTTE
SOURCE: LITTLE LOST RIVER
WATER USE: IRRIGATION

TRIBUTARY: SINKS
DIVERSION-RATE: 0.720 CFS
DIVERSION-VOLUME: 0.00 AF

TOTAL RATE: 0.720 CFS
TOTAL VOLUME: 0.00 AF

POINT OF DIVERSION: T06N R29E S32 NWNW

WR-NUMBER: 33-2019
CURRENT OWNER: JENNIE L. JONES
PRIORITY DATE: 4-Nov-1909
STAGE: LICENSE

COUNTY: BUTTE
SOURCE: LITTLE LOST RIVER
WATER USE: IRRIGATION
DOMESTIC

TRIBUTARY: SINKS
DIVERSION-RATE: 2.000 CFS
DIVERSION-VOLUME: 0.00 AF

TOTAL RATE: 2.000 CFS
TOTAL VOLUME: 0.00 AF

REMARKS: P/D INCOMPLETE. SEE FILE. AC. IRR. = 100.
LICENSE INCORRECTLY INDICATES COUNTY AS BLAINE.

POINT OF DIVERSION: T06N R29E S32 NWNW

WR-NUMBER: 01-0036A
CURRENT OWNER: ESTATE OF D. B. HAWLEY
PRIORITY DATE: 1-Sep-1879
STAGE: DECREE

COUNTY: BUTTE
SOURCE: LITTLE LOST RIVER
WATER USE: IRRIGATION

TRIBUTARY: SINKS
DIVERSION-RATE: 5.200 CFS
DIVERSION-VOLUME: 0.00 AF

APR 04 1988

TOTAL VOLUME: 0.00 AF

TOTAL RATE: 5.200 CFS

TOTAL RATE: 5.200 CFS

REMARKS: AS PER TRANS. 472.

POINT OF DIVERSION: T06N R29E S33 SWNW

WR-NUMBER:
33-0036A

CURRENT OWNER:
EST. OF D. B. HAWLEY

PRIORITY DATE:
1-Sep-1879

STAGE:
DECREE

COUNTY: BUTTE

SOURCE: LITTLE LOST RIVER

WATER USE:
IRRIGATION

DIVERSION-RATE:
5.200 CFS

SINKS

DIVERSION-VOLUME:
0.00 AF

TOTAL RATE:
5.200 CFS

TOTAL VOLUME:
0.00 AF

REMARKS: TRANS. 472.

POINT OF DIVERSION: T06N R29E S33 SWNW

WR-NUMBER:
33-0036B

CURRENT OWNER:
ROY HAWLEY

PRIORITY DATE:
1-Sep-1879

STAGE:
DECREE

COUNTY: BUTTE

SOURCE: LITTLE LOST RIVER

WATER USE:
IRRIGATION

DIVERSION-RATE:
0.400 CFS

TRIBUTARY: SINKS

DIVERSION-VOLUME:
0.00 AF

TOTAL RATE:
0.400 CFS

TOTAL VOLUME:
0.00 AF

REMARKS: AS PER TRANS. 472.
P/U INCOMPLETE.

POINT OF DIVERSION: T06N R29E S33 SWNW

MICROFILMED

APR 04 1988

4-Mar-1987

POINT OF DIVERSION: Township 05N Range 29E

STATE OF IDAHO DEPARTMENT OF WATER RESOURCES
WATER RIGHTS ABSTRACT

WR-NUMBER:
33-2017

CURRENT OWNER:
W. C. THORNTON

PRIORITY DATE:
16-Jul-1912

STAGE:
LICENSE

COUNTY: BUTTE
SOURCE: LITTLE LOST RIVER
WATER USE: IRRIGATION
DOMESTIC

TRIBUTARY:

DIVERSION-RATE:

1.620 CFS

0.000 CFS

TOTAL RATE:

1.620 CFS

DIVERSION-VOLUME:

0.00 AF

0.00 AF

0.00 AF

TOTAL VOLUME:

REMARKS: P/D INCOMPLETE. SEE FILE.

LICENSE INCORRECTLY INDICATES COUNTY AS FREMONT.

POINT OF DIVERSION: T05N R29E S03 SWSE

WR-NUMBER:
33-0028

CURRENT OWNER:
JAMES D. LITTLE

PRIORITY DATE:
1-Apr-1889

STAGE:
DECREE

COUNTY: BUTTE
SOURCE: LITTLE LOST RIVER
WATER USE: IRRIGATION

TRIBUTARY: SINKS

DIVERSION-RATE:

0.080 CFS

0.080 CFS

TOTAL RATE:

0.080 CFS

DIVERSION-VOLUME:

0.00 AF

0.00 AF

TOTAL VOLUME:

REMARKS: TRANS. 440.

POINT OF DIVERSION: T05N R29E S04 SESE

WR-NUMBER:
33-0029

CURRENT OWNER:
JAMES D. LITTLE

PRIORITY DATE:
1-Jun-1891

STAGE:
DECREE

COUNTY: BUTTE
SOURCE: LITTLE LOST RIVER
WATER USE: IRRIGATION

TRIBUTARY: SINKS

DIVERSION-RATE:

0.340 CFS

0.340 CFS

TOTAL RATE:

0.340 CFS

DIVERSION-VOLUME:

0.00 AF

0.00 AF

TOTAL VOLUME:

REMARKS: TRANS. #440.

POINT OF DIVERSION: T05N R29E S04 SESE

MICROFILMED

APR 04 1988

MEMORANDUM

FROM: Gary Spackman *Gary*

TO: File

DATE: March 18, 1987

RE: Permits Nos. 33-7154 & ~~33-7154~~

On Thursday, March 12, I spoke to Scott Campbell, attorney for HDI, the permit holder. A concern was voiced regarding the six to seven mile length of the delivery pipeline, the failure of which could cause the non delivery of water to downstream water users.

Scott Campbell spoke with his client, and reassured me that a bypass valve would be located just upstream from the generators in the penstock. This bypass will allow the flow of water around the generation plant if the generators are not being used. It does not, however, guarantee delivery of water to downstream users if the pipeline were to fail in the manner that the Birch Creek delivery pipeline failed. Responsibility for the integrity of the delivery system must fall upon the entity agreeing to the delivery of irrigation water through the pipeline. I do not believe it is our responsibility to follow up the design any further at this point in time.

MICROFILMED

APR 04 1988



State of Idaho

DEPARTMENT OF WATER RESOURCES

STATE OFFICE, 450 W. State Street, Boise, Idaho

CECIL D. ANDRUS
Governor

A. KENNETH DUNN
Director

Mailing address:
Statehouse
Boise, Idaho 83720
(208) 334-4440

March 17, 1987

HDI Associates Iv
10394 West Chatfield Avenue, #108
Littleton, CO 80127

Re: Application for Permit Nos. 33-7154 and 33-7181

Dear Sir or Madam:

Enclosed is a copy of the Order Establishing Term of Water Right.

Please be advised that if you do not agree with the decision of the Department, you may within fifteen (15) days of receipt of the Order request a hearing before the Director. Failure to timely petition the Director within fifteen days of the receipt of the Order may prevent you from further contesting the rejection of your application.

Sincerely,

GARY SPACKMAN, Supervisor
Water Allocation Section

GS:jf

Enclosures

MICROFILMED

APR 04 1988



State of Idaho
DEPARTMENT OF WATER RESOURCES
STATE OFFICE, 450 W. State Street, Boise, Idaho

CECIL D. ANDRUS
Governor

A. KENNETH DUNN
Director

Mailing address:
Statehouse
Boise, Idaho 83720
(208) 334-4440

February 18, 1987

RE: Permit Nos. 33-7089/7154/7181

HDI Associates IV
10394 W. Chatfield Ave., #108
Littleton, CO 80127

Dear Permit Holder:

This office acknowledges receipt of the Assignment of the above referenced permits to you.

Enclosed for your records are copies of the permits. Be sure to note the special conditions of approval on the fourth pages that identify requirements necessary for developing the permits into licensed water rights.

If you have any questions on this matter, please feel free to contact us.

Sincerely,

JIM JOHNSON
Water Rights Supervisor

JJ:sc
Enclosures

cc: Scott Campbell

MICROFILMED

APR 04 1988

Permit No. 33-7089

33-7181

33-7154

ASSIGNMENT REVIEW CHECK LIST

1. Signature of Permit Holder? Yes
2. Notary? Yes
3. a. Full Assignment? Yes
b. Partial Assignment?
4. "No assignment" condition on permit? NO
5. Commencement of Works received? - N/A
 - a. Commencement of works requested?
 - b. Show Cause Order drafted & sent?
 - c. Cancellation necessary?
6. Affidavit of residency required? Yes - Rec'd
7. Extension granted due to litigation?
(If yes, commencement of works is not required.)

1. Type permit summary sheet. ✓
2. Coding sheet. ✓
3. Acknowledgement letter type.
4. Copy to region. ✓

Sharla _____

Sharla _____

1 P

C.C. Scott Campbell

Sharla _____

Date 2-17-87

Employee Jani

ELAM, BURKE AND BOYD

ATTORNEYS AND COUNSELORS AT LAW

FIRST INTERSTATE BUILDING
702 WEST IDAHO
POST OFFICE BOX 1559
BOISE, IDAHO 83701
TELEPHONE 208-343-5454
TELECOPIER 208-343-5454

LAUREL E. ELAM (1888-1974)
CARL A. BURKE (1898-1961)
CARL P. BURKE
PETER J. BOYD
J. RAY DURTSCHI
M. ALLYN DINGEL, JR.
JACK S. GJORDING
JOHN MAGEL
DAVID B. LINCOLN
RICHARD C. MELLON, JR.
ROBERT M. TYLER, JR.
JAMES D. LARUE
RANDALL A. PETERMAN
WILLIAM J. RUSSELL
KAYE L. O'RIOURDAN
RYAN P. ARMBRUSTER
DAVID E. COMSTOCK

MELVILLE W. FISHER II
WILLIAM G. DRYDEN
TODD J. WILCOX
PETER C. K. MARSHALL
KENNETH M. SEBBY
TRUDY HANSON FOUSER
D. ALAN KOFOED
SCOTT L. CAMPBELL
BOBBI KILLIAN DOMINICK
W. DALLAS BURKHALTER
ALAN CONOLOGUE
ELAINE D. HANSON
JEFFERY J. VENTRELLA
BRENDA G. MEIER
JOHN J. JANIS
WENDY E.D. SMITH*
*PENN. & D.C. BARS ONLY

February 3, 1987

RECEIVED

FEB 03 1987

hand delivered
Department of Water Resources

VIA HAND DELIVERY

Mr. Jim Johnson
Senior Water Rights Analyst
Department of Water Resources
450 West State
Boise, ID 83720

Re: Dry Creek Hydroelectric Project
Permits Nos. 33-7089, 33-7181, and 33-7154

Dear Jim:

I have enclosed a set of executed originals and a set of copies of the following documents regarding the above-referenced water permits:

- ✓ 1. Affidavit for Water Rights to be Used for Power Purposes;
- ✓ 2. Certificate of Limited Partnership, Secretary of State, State of Idaho;
- ✓ 3. Assignment of Permit forms executed by Rick Stauffer, dba D & D Stauffer, and Coleen Stauffer, his wife; and
- ✓ 4. Assignment of Permit forms executed by Rob Stauffer, dba D & D Stauffer, and Pennie Stauffer, his wife.

014
I believe that these documents satisfy the requirements of Idaho Code sections 42-207 and 42-206. If this is not the case, please notify me as soon as possible, and I will provide any additional documentation which is required by the Department.

send c.c.
If the documentation which I have presented does satisfy the Department's requirements with respect to assignment of the water permits referred to above, please stamp the copies of the documents which I have enclosed and return them to me in the enclosed self-addressed, stamped envelope. I would also appreciate a short cover letter indicating that the Department has reviewed and approved the assignment of these water permits.

MICROFILMED

APR 04 1988

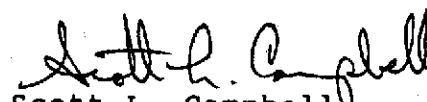
Mr. Jim Johnson
February 3, 1987
Page Two

The loan agreements and other necessary documentation for bank financing of the construction of the project will hopefully be completed within the next ten days. Consequently, it will be necessary to finalize the assignment of permits aspect of this transaction prior to that time. Therefore, any special attention that you can devote to this assignment process would be greatly appreciated.

Thank you for your anticipated cooperation. If you have any questions, please do not hesitate to contact me.

Very truly yours,

ELAM, BURKE AND BOYD


Scott L. Campbell

SLC:ls
Enclosures
cc: Mr. Donnie R. Pope

MICROFILMED

APR 04 1988

STATE OF IDAHO
DEPARTMENT OF WATER RESOURCES

- - - - -

STATEHOUSE
BOISE, IDAHO 83720
(208) 334-4440
OCTOBER 17, 1986

D & D STAUFFER, INC.
HOWE, ID 83244

PERMIT APPROVAL NOTICE

RE: PERMIT NO. 33-7181

DEAR PERMIT HOLDER:

ENCLOSED IS A COPY OF YOUR APPROVED APPLICATION FOR PERMIT. WE DIRECT YOUR ATTENTION TO THE CONDITIONS OF APPROVAL ON THE FOURTH PAGE.

BE SURE TO NOTE THE SPECIAL CONDITION REQUIRING YOU TO INSTALL A MEASURING DEVICE AND LOCKABLE CONTROLLING WORKS THAT WILL ENABLE THE WATERMASTER TO CONTROL YOUR RATE OF DIVERSION.

PLEASE BE ADVISED THAT PRIOR APPLICATIONS FOR PERMIT HAVE BEEN FILED TO APPROPRIATE WATER FROM YOUR SOURCE WHICH MAY IMPACT THE AVAILABILITY OF WATER TO BE USED UNDER THIS PERMIT. THEREFORE, YOU SHOULD BE SURE TO ANALYZE THE IMPACT OF THESE RIGHTS BEFORE MAKING A MAJOR INVESTMENT IN YOUR WATER USE PROJECT.

SINCERELY,

GARY SPACKMAN
SUPERVISOR, WATER ALLOCATION SECTION

GS: SC
ENCLOSURES

MICROFILMED

ELAM, BURKE AND BOYD

ATTORNEYS AND COUNSELORS AT LAW

FIRST INTERSTATE BUILDING
702 WEST IDAHO
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W. DALLAS BURKHALTER
ALAN CONILOGUE
ELAINE D. HANSON
JEFFERY J. VENTRELLA
BRENDA G. MEIER
JOHN J. JANIS

September 22, 1986

RECEIVED

SEP 23 1986

Mr. Jim Johnson
Licensing Division
Department of Water Resources
State of Idaho
450 West State Street
Boise, Idaho 83702

Department of Water Resources

Re: Applications for Permit Nos. 33-7181 and 33-7154

Dear Jim:

I have enclosed a copy of a letter to Mr. Mike Demos, President of Hydroelectric Development, Incorporated, from Uniwest Business Credit, concerning the financing of the Dry Creek power project. This correspondence sets forth the pertinent terms of a proposed financing arrangement for the construction of the hydroelectric project associated with the above-referenced applications for permit. I have also enclosed copies of other pertinent documents relating to the financing aspect of this project.

I hope this information will satisfy your request for supplemental data regarding the financing for this project. If you require additional information with respect to this issue, please contact me, and I will provide it to you.

Thank you for your assistance in this matter.

Very truly yours,

ELAM, BURKE AND BOYD

Scott L. Campbell
Scott L. Campbell

SLC:ls
Enclosures
cc: Mr. Donnie R. Pope

MAILED



UNIWEST BUSINESS CREDIT

September 5, 1988

Mr. Mike Demos, President
Hydroelectric Development Inc.
10294 W. Chatfield Ave.
Littleton, Colorado 80127

RE: Construction Loan/Small Scale Power Project known as:
Dry Creek

Dear Mr. Demos:

UniWest Business Credit is pleased to offer the following construction loan proposal for your consideration and review:

Lender:	UniWest Business Credit, a division of Western Mortgage Loan Corporation or its parent, United Savings and Loan Association.
Borrower:	Yet to be identified and subject to the approval of the lessor.
Guarantors:	as applicable
Amount:	To be agreed upon by borrower and Lender. The amount is to reflect a paid in equity investment consistent with supplied information and will not exceed 80% of an acceptable permanent loan or acceptable permanent loan amount.
Collateral of the Loan:	Trust deed interest in real estate underlying the project; a senior security interest in the power project equipment and improvements, a beneficial assignment of all water rights, power sales agreements, FERC permits and other licenses, permits, and rights pertaining to the construction and operation of the project.
Term of Loan:	Six (6) months from approval by UniWest Business Credit

MICROFILMED

Page Two

Rate of Interest:

Adjusting First Security Bank of Utah, N.A., posted prime rate plus 1.75 basis points on outstanding balances. Interest payable monthly. The loan amount shall include an interest reserve equal to estimated interest costs during the term of the loan.

Floor Interest Rate:

10%

Construction Loan Fee:

Nonrefundable 2.5% of an approved amount, payable at closing of the transaction.

A nonrefundable one percent (1%) commitment fee must accompany acceptance of this proposal. This fee will be credited against the construction loan fee if the transaction is approved.

Other Expenses:

It is anticipated that up to \$7,500 in additional costs to cover "due diligence", project review and inspection costs, will be incurred at the expense of the borrower.

In the event that changes, modifications or unanticipated material problems are incurred, an increase in the above \$7,500 fee will be required.

Expenses related to site visits may be required.

Other costs associated with legal work, documentation, recording, etc., will be for the account of the borrower.

Disbursements:

Limited to once per month.

Retentions:

Up to 20% per item/invoice will be disbursed, 10% being withheld.

Extension of the six (6) month commitment will be assessed an additional 1% of the committed amount. The extension would be for a three (3) month period

UNRECORDED

Page Three

The construction loan must be paid in full within 9 months of UniWest's commitment to fund.

An acceptable permanent loan commitment must be in place prior to UniWest committing to a construction loan.

The credit and financial condition of the borrower must be acceptable to UniWest.

In order to proceed with a request, we will require detail as follows:

Engineering/Firms:

- *Name of engineering firm with information as to qualifications, etc.
- *Bonding agent of engineers
- *Design (complete sets of design, specifications, etc.)
- *Soil core test results

Contractor:

- *Information to develop qualifications
- *Bonding agent
- *Current, active contracts, etc.
- *Construction schedule

Cost Estimates:

- *To include firm bids
- *Vendor quotes
- *Literature supplied by vendors
- *Basis for other estimates
- *Any other supporting data
- *Schedule of proposed construction loan takedowns

Hydrology:

- *Name and qualifications of hydrologist
- *Source of detail
- *Details

Insurance: This project must be insured under normal course of construction insurance acceptable to UniWest.

Additional:

- *Copy of energy sales agreement.
- *O & M budget, include assumptions.
- *Certified copies of all executed licenses and permits necessary to build and operate the project.
- *Access to the project must be guaranteed.

RECEIVED

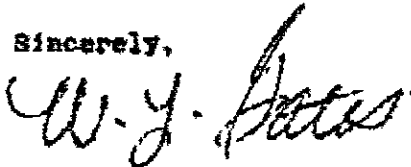
Page Four

This is not a commitment to fund. It is only a proposal and is subject to project and credit review processes.

This proposal is valid until September 15, 1986.

If you agree with the terms and conditions and wish to accept this proposal, please indicate your acceptance by signing and returning the original of this letter, along with the fee agreement letter and commitment fee.

Sincerely,



W.L. Gates
UNIWEST BUSINESS CREDIT

WLG:jam
enc.

ACCEPTANCE

We hereby accept your proposal as presented in the above letter and authorize the Lender to utilize such credit information and facilities of UniWest Business Credit and or its affiliates as may be deemed necessary and desirable for the analysis and the processing of any debt financing.

BY: _____
Its:

DATE: _____

Requested loan amount: \$ _____

RECEIVED

September 5, 1986

1988 Assumptions

Revenue		\$838,000
Taxes	\$18,000	
OSM (1.5% 4,750)	71,250	
Easement fee	1,500	
Ins.	31,500	
UP&L	35,000	
Royalty-Staufers	24,000	
(19.3%)	\$181,350	\$181,500
Avail		\$756,500
@ 130%		581,900
divided by 12		48,490
divided (11.5%/180) .011681 =		\$ 4,150,000
divided (11.0%/180) .011365 =		\$ 4,265,000

MAILED 1986

UniWest Business Credit
Attention: Mr. Mont Gates
376 E. 400 S. #130
Salt Lake City, Utah 84111

PLEASE TYPE ON YOUR LETTERHEAD

RE: Fee Agreement Relating to a proposed permanent loan for a small
scale hydro project known as Dry Creek Hydro, Idaho

Dear Mr. Gates:

We hereby authorize you to make application on our behalf and grant you
the exclusive right until October 30, 1986 to secure a commitment for
financing on the above referenced property.

We also transmit herewith \$ 10,000.00 in the form of cash, which
represents our Good Faith Deposit, said deposit to be applied to the fee
described below upon acceptance of a commitment. The deposit shall be
non-refundable to cover preliminary submission hard costs (hard costs
are Engineers project review, etc.)

For your services rendered in securing a financing commitment, we agree
to pay you a fee in the amount of 2% of the loan amount contemplated by
the commitment, whichever is greater. Your fee will be earned and due
and payable upon either delivery of a commitment substantially in
accordance with the terms and conditions of our application
dated _____, or acceptance by us of a commitment containing
terms and conditions which may differ from said application.

In the event that we apply for a subsequent increase in the commitment
amount, we agree that your fee will be a minimum of 3% of the amount of
the increase or \$5,000.00, whichever is greater.

We hereby agree to reimburse UniWest Business Credit for all costs of
closing the loan under the contemplated commitment. Further, we agree
to pay all costs and fees for transactions arising after loan closing.
Such transactions include, but are not limited to, assumptions,
modifications, loan increases, releases of security, junior financing,
etc.

Dated this _____ day of _____, 1985.

BY: _____

BY: _____

Accepted this _____ day of _____, 1986

BY: _____
UniWest Business Credit

UNRECORDED

INTER-DEPARTMENT MEMO — 1

DATE 7/28/1986

FROM Kay Walker

TO Files 33-7154 & 33-7181

SUBJECT "Assignment" of 5/1/1986

I contacted Scott Campbell on this day to find out where to send the required affidavit form needed to process these applications for Hydroelectric Development Inc. Mr. Campbell stated that the "Assignment and Agreement" of 5/1/1986 was not intended to be an assignment of these applications. He also stated that once the applications are approved they will be assigned to "HDI" on our standard assignment form.

He would like us to notify him as soon as these applications have been approved.

SIGNATURE

3.95 mw
→ 3950 kw

POWER CALCULATIONS FOR APPLICATION NO. 33-7181

P = Kilowatts .74 X hp

Q = cfs 33

H = feet 1135

e = efficiency

See file
33-7154

- ✓ 1.) Affidavit of Residency
- ✓ 2.) Ownership of Facilities
- ✓ 3.) *Financial Ability
- ✓ 4.) Feasibility of Project
 - a. Plans, drawings
 - b. Economic analysis
- ✓ 5.) *Compliance w/FERC

*only for projects of more than 25 cfs
or more than 500 horsepower.

$$e = \frac{P(11.8)}{QH} = \frac{3950(11.8)}{33 \times 1135} = \frac{46610}{37455} = 1.24 \leftarrow \text{too high}$$

$$P = \frac{QHe}{11.8} = \frac{33 \times 1135 \times 80\%}{11.8} = \frac{29964}{11.8} = \underline{\underline{2539.322 \text{ kW}}}$$

Based on the above calculations the proposed project must have an 80% efficiency. $e = \frac{2539(11.8)}{37455} = 0.799 \approx 0.80$

OVERLAP REVIEW

rel VAX:

P/D 33-7154
33-7089

P/U 33-7094 - irrig.
33-7181 - same system as this one.

BYPASSED AREA

only pld's found on projected route are
33-7179/7180 which are applications for irrigation -
Search done by section, twp., & range.

kw
7/28/86

UNRECORDED

State of Idaho
Department of Water Resources

APPLICATION FOR PERMIT ANALYSIS SHEET

INITIAL REVIEW BY: Steve McCollum

APPLICATION NUMBER: _____

CHECK:

- ☒ Source.
☒ Point of diversion.
☒ County.
☒ Quantity of water and period of use.
☒ Description of diverting works.
☒ Time required for beneficial use of water.
☒ Place of use or acres irrigated.
☒ Map.
☒ Signature.

Field check by: _____

Date: _____

Comments: _____

- ☒ Fee.
☐ Yes ☒ No Field check required.
☐ Yes ☒ No Critical groundwater area.
☐ Yes ☒ No Request dam safety information. Sent by: _____ Date: _____
☒ Yes ☐ No* In form to receipt.

*REQUEST THE FOLLOWING ADDITIONAL INFORMATION FROM THE APPLICANT: _____

SEND COPIES TO:

- ☐ Idaho State Health Department.
☐ Idaho Fish and Game Department.
☐ Idaho Department of Lands.
☐ U.S. Bureau of Land Management.
☐ U.S. Forest Service.
☐ Other _____

Copies sent by: _____ Date: _____

PROCESSING:

- ☐ Yes ☒ No Platted by: _____ Map No. _____
☒ Yes ☐ No Other rights on same place of use. App # 33-7154 - Permit # 33-7089
☒ Yes ☐ No* In form for advertising.
☐ Yes ☒ No Final date for protests: 6-2-84
☐ Yes ☒ No Protests received. If yes, record information on 4th page of application.

FINAL REGIONAL PROCESSING REVIEW:

- statewide ☒ Affidavit of publication received. Date: 6-09-86
☒ Application published correctly. If not, record action taken: _____
☒ Fee amount, receipt date & number, recorded on application.
☒ Publication dates and paper, recorded on application.
☒ Protests, dates, withdrawal, etc., recorded on application.
☒ Recommendation & initial, recorded on application.
☒ Yes ☐ No Measuring device required.
☐ Yes ☒ No Access port required.
☒ Yes ☐ No Will water be delivered by watermaster? If yes, what district? 33
5-8-86 Date of priority recommended.
Special conditions of approval or cover letter. _____

01E, 04, 05 (00.33) 08A, 17F, 17K, 26A

By: Ernest Carlson

Date: July 14, 1986

STATE OFFICE REVIEW:

LOB, L14

04 01E 05 (33, Little Lost River)
08A 09E 17K 17M 25 27

- ☐ See attached sheet for more information.

By: KW

Date: 7/28/86

Let's Aff. Letter 45

POINT OF DIVERSION AND STREAM INDEX INFORMATION

TRACT	SEC	TWP	RGE	gov't lot	rediv. (R)	REACH
-------	-----	-----	-----	--------------	---------------	-------

IDAHO STREAM CODE INDEX

TRACT	SEC	TWP	RGE	gov't lot	rediv. (R)	REACH
-------	-----	-----	-----	--------------	---------------	-------

IDAHO STREAM CODE INDEX

TRACT	SEC	TWP	RGE	gov't lot	rediv. (R)	REACH
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IDAHO STREAM CODE INDEX

TRACT	SEC	TWP	RGE	gov't lot	rediv. (R)	REACH
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IDAHO STREAM CODE INDEX

TRACT	SEC	TWP	RGE	gov't lot	rediv. (R)	REACH
-------	-----	-----	-----	--------------	---------------	-------

IDAHO STREAM CODE INDEX

ELAM, BURKE AND BOYD

ATTORNEYS AND COUNSELORS AT LAW

FIRST INTERSTATE BUILDING
702 WEST IDAHO
POST OFFICE BOX 1559
BOISE, IDAHO 83701
TELEPHONE 208-343-5454
TELECOPIER 208-343-5454

LAUREL E. ELAM (1888-1974)
CARL A. BURKE (1898-1961)
CARL P. BURKE
PETER J. BOYD
J. RAY DURTSCHI
M. ALLYN DINGEL, JR.
JACK S. GJORDING
JOHN MAGEL
DAVID B. LINCOLN
RICHARD C. MELLON, JR.
ROBERT M. TYLER, JR.
JAMES D. LARUE
RANDALL A. PETERMAN
WILLIAM J. RUSSELL
KAYE L. O'RIORDAN
RYAN P. ARMSTRUSTER
DAVID E. COMSTOCK
MELVILLE W. FISHER II
WILLIAM G. DRYDEN

TODD J. WILCOX
PETER C. MARSHALL
KENNETH M. SEBBY
TRUDY HANSON FOUER
D. ALAN KOFOED
BRIAN D. HARPER
SCOTT L. CAMPBELL
BOBBI KILLIAN DOMINICK
W. DALLAS BURKHALTER
ALAN P. CONILOGUE
JOHN K. DAVIS
ELAINE D. HANSON
JEFFERY J. VENTRELLA

July 8, 1986

Mr. Ernest Carlson
Idaho Department of Water Resources/
Eastern Region Office
150 Shoup Avenue
Idaho Falls, ID 83401

RECEIVED
JUL 9 1986

Department of Water Resources
Eastern District Office

Re: Dry Creek Hydroelectric Project

Dear Mr. Carlson:

Pursuant to our telephone conversation of July 7, 1986, I have enclosed a copy of the FERC exemption for Project No. 9134-001, involving the Dry Creek hydroelectric project. Additionally, I have enclosed information reflecting the financial capability of Hydroelectric Development, Inc., to develop the project. I have also enclosed a copy of the assignment agreement between Hydroelectric Development, Inc., and Messrs. Robert and Richard Stauffer, reflecting the transfer of their rights in the project to this firm's client.

I trust that this documentation addresses the issues which are currently outstanding with respect to the pending application for permit with respect to this project. If you require additional documentation, please contact me, and I will endeavor to provide it to you immediately.

In view of the short construction season caused by the high altitude of the proposed project, my client will appreciate any expedited handling which can be given to these applications for permit.

Thank you for your anticipated cooperation.

Very truly yours,

ELAM, BURKE AND BOYD

Scott L. Campbell
Scott L. Campbell

SLC/ct
Enclosures
cc: Donnie R. Pope

RECEIVED

ASSIGNMENT AND ACCEPTANCE OF
ALL RIGHTS, INTERESTS, TERMS AND CONDITIONS
PERTAINING TO AN EXEMPTED HYDROELECTRIC PROJECT

KNOW ALL MEN BY THESE PRESENTS, that Richard and Colleen Stauffer, Robert and Pennie Stauffer and D&D Stauffer, Inc., (hereinafter "Stauffers") with principal residences at Howe, Idaho and Arco, Idaho, respectively for adequate consideration, the sufficiency of which is hereby acknowledged, assigns, transfers and sets over to Hydroelectric Development, Inc., (hereinafter "HDI") a corporation, a corporation duly organized and existing under the laws of the State of Colorado, with a principal place of business at 10394 W. Chatfield Ave., Suite 108, Littleton, Colorado 80127:

All rights, titles and interests under that certain contract made by Stauffers and HDI and modified by Agreement dated February 28, 1988 for the sale of certain premises, rights and interests pertaining to a small hydroelectric project located near the Town of Howe, Idaho, to have and to hold same and the said HDI hereby with this assignment assumes all right, title and interest in all property, contracts, water rights, licenses, exemptions, documents and any other rights the Stauffers may have in the project, under the abovementioned contract and modification agreement,

including specifically the following;

HDI has been informed of and accepts and agrees to be bound by the conditions imposed upon the aforementioned hydroelectric project by the U.S. Fish and Wildlife Service and the Department of Fish and Game of the State of Idaho pursuant to the order of the Federal Energy regulatory Commission granting exemption from license for the aforementioned hydroelectric project, designated Project No. 7823, the Dry Creek Project and issued February 28, 1986 to D&D Stauffer, Inc.

The parties further agree that in the event a closing does not occur with HDI and the Stauffers or another entity develops the project in which the Stauffers have a financial interest within five (5) years from the date of this Agreement, any monies released from the escrow between HDI and the Stauffers shall be repaid to HDI first out of any monies received by the Stauffers from any other entity that is to make payment to the Stauffers under any other contract.

The parties further agree that if the Stauffers request an audit pursuant to paragraph 7.1 of the Agreement of Transfer and Assignment dated December 23, 1985, and such audit discloses that HDI has incorrectly calculated the appropriate amount due Stauffers by an amount equal to five percent (5%) or more then HDI shall be liable for the expense

of the audit.

In addition, the parties specifically agree that this assignment includes all rights, title and interest of the Stauffers in the Dry Creek Project, including but not limited to: the power purchase contract with Utah Power and Light Company; the water rights permits as applied for by the Stauffers; the FRRC exemption; BLM permit; State right-of-ways; purchase agreements and leases and agreement for such from any private parties; easements for project work construction and operation; all diversion structure rights and rights to divert water into the project penstock and all rights to release water from the project and any other right, title and interest in any other project asset necessary or useful to the ownership, development and operation of the project. The Stauffers hereby expressly agree to execute any further assignments concerning any of the above items which may be necessary or useful for the development of the project by HDI or its successors or assigns.

IN WITNESS WHEREOF, Stauffers, and HDI by and through the undersigned, being duly authorized, have hereunto set their hands and seals this 1st day of May, 1988.

Rich Peters

Witness

Donnie R. Pope

Hydroelectric Development, Inc.

Donnie R. Pope, Vice President

Richard Stauffer

Witness

Richard Stauffer

Richard Stauffer

Colleen Stauffer

Witness

Colleen Stauffer

Colleen Stauffer

Robert Stauffer

Witness

Robert Stauffer

Robert Stauffer

Pennie Stauffer

Witness

Pennie Stauffer

Pennie Stauffer

RECEIVED

I, Fennie Stauffer give
Rob Stauffer full right
and permission to sign
any legal agreements
concerning the R & D Hydro
Project with H. D. I.

Fennie Stauffer
5/1/86

NOTED
MAY 11 1986

3.B ID

UNITED STATES OF AMERICA
FEDERAL ENERGY REGULATORY COMMISSION

D & D Stauffer, Inc.

) Project No. 9134-000

ORDER GRANTING EXEMPTION FROM LICENSING FOR
A CONDUIT HYDROELECTRIC PROJECT

(Issued February 28, 1986)

The Applicant 1/ filed an application for exemption from all or part of Part I of the Federal Power Act pursuant to 18 C.F.R. Part 4 Subpart J (1980) implementing Section 30 of the Federal Power Act (Act) for a project as described in the attached public notice.

Notice of the application was published and comments were requested from interested Federal and State agencies including the U.S. Fish and Wildlife Service and the State Fish and Wildlife Agency. All comments, protests and motions to intervene that were filed have been considered. No agency has any objection relevant to issuance of this exemption.

Standard Article 2, included in this exemption, requires compliance with any terms and conditions that Federal or State fish and wildlife agencies have determined appropriate to prevent loss of, or damage to, fish and wildlife resources. The terms and conditions referred to in Article 2 are contained in any letters of comment by these agencies which have been forwarded to the Applicant in conjunction with this exemption. 2/

1/ D & D Stauffer, Inc., Project No. 9134, filed on April 26, 1985.

2/ An exemption from licensing granted by this Commission does not serve as any basis for restricting hunting and fishing access to the waterway involved except to the extent required for public safety purposes.

UNRECORDED

-2-

Should the Applicant contest any terms or conditions that were proposed by Federal or State agencies in their letters of comment as being outside the scope of Article 2, the Commission shall determine whether the disputed terms or conditions are outside the scope of Article 2.

Based on the terms and conditions required by Federal and State fish and wildlife agencies, the environmental information in the application for exemption, other public comments, and staff's independent analysis, issuance of this order is not a major Federal action significantly affecting the quality of the human environment.^{3/}

The Director orders:

(A) Dry Creek Project No. 9134 as described and designated in D & D Stauffer, Inc.'s application filed on April 26, 1985, is exempted from all of the requirements of Part I of the Federal Power Act, including licensing, subject to the standard articles in §4.94 of the Commission's regulations attached hereto as Form E-1, 18 C.F.R. §4.94 (1985).

(B) This order is issued under authority delegated to the Director and is final unless appealed to the Commission under Rule 1902 within 30 days from the date of this order. Failure to file a petition appealing this order to the Commission shall constitute acceptance of this order.

Don Garber

fr Kenneth M. Pusateri
Acting Director, Office of
Hydropower Licensing

^{3/} Environmental Assessment, D & D Stauffer, Inc., FERC Project No. 9134-000, Division of Environmental Analysis, Office of Hydropower Licensing, Federal Energy Regulatory Commission, February 19, 1986. This document is available in the Division of Public Information and in the Commission's public file associated with the proceeding.

P-9134-000

UNITED STATES OF AMERICA
FEDERAL ENERGY REGULATORY COMMISSION

Notice of Application filed with the Commission
(December 22, 1985)

Take notice that the following hydroelectric application
has been filed with the Federal Energy Regulatory Commission
and is available for public inspection:

- a. Type of Application: Conduit Exemption
- b. Project No.: P-9134-000
- c. Date Filed: April 24, 1985
- d. Applicant: D & B Stauffer
- e. Name of Project: Dry Creek
- f. Location: On an irrigation conduit between Dry and Hot Creeks
in Butte County, Idaho
- g. Filing Pursuant to: Section 408 of the Energy Security Act of
1980 (16 U.S.C. 312705 and 2706 as amended)
- h. Contact Person: Bruce R. Gravette
Forgren - Bethline Engineering
350 North 2nd East
Mosburg, ID 83440
- i. Comment Date: JAN 21, 1986
- j. Description of Project: The proposed project would install an
irrigation conduit that is under construction and would consist
of a powerhouse containing one generating unit having a capacity
of 3.6 MW and an average annual generation of 17.7 MWh.
- k. Purpose of Exemption - An exemption, if issued, gives an applicant
priority of construction, development, and operation of the project
under the terms of the exemption from licensing, and provides
the exemption from permit or license applicants that would seek
to take or develop the project.
- l. Purpose of Project: Project power would be sold.
- m. This notice also consists of the following attached statements:
A1, A3, B, C, and D3.

Kongoli, F. L. F.

§ 4.94 Standard terms and conditions of exemption

Any exemption granted under §4.93 for a small conduit hydroelectric facility is subject to the following standard terms and conditions:

(a) Article 1. The Commission reserves the right to conduct investigations under sections 4(g), 306, 307, and 311 of the Federal Power Act with respect to any acts, complaints, facts, conditions, practices, or other matters related to the construction, operation, or maintenance of the exempt facility. If any term or condition of the exemption is violated, the Commission may revoke the exemption, issue a suitable order under section 4(g) of the Federal Power Act, or take appropriate action for enforcement, forfeiture, or penalties under Part III of the Federal Power Act.

(b) Article 2. The construction, operation, and maintenance of the exempt project must comply with any terms and conditions that the United States Fish and Wildlife Service and any state fish and wildlife agencies have determined are appropriate to prevent loss of, or damage to, fish or wildlife resources or otherwise to carry out the purposes of the Fish and Wildlife Coordination Act, as specified in Exhibit E of the application for exemption from licensing or in the comments submitted in response to the notice of the exemption application.

(c) Article 3. The Commission may revoke this exemption if actual construction of any proposed generating facilities has not begun within two years or has not been completed within four years from the effective date of this exemption. If an exemption is revoked under this article, the Commission will not accept from the prior exemption holder a subsequent application for exemption from licensing or a notice of exemption from licensing for the same project within two years of the revocation.

(d) Article 4. In order to best develop, conserve, and utilize in the public interest the water resources of the region, the Commission may require that the exempt facilities be modified in structure or operation or may revoke this exemption.

(e) Article 5. The Commission may revoke this exemption if, in the application process, material discrepancies, inaccuracies, or falsehoods were made by or on behalf of the applicant.

(f) Article 6. Before transferring any property interests in the exempt project, the exemption holder must inform the transferee of the terms and conditions of the exemption. Within 30 days of transferring the property interests, the exemption holder must inform the Commission of the identity and address of the transferee.

MICROFILMED

197

CONVERSATION MEMO

Name of Party: Scott Campbell

Employee: Ernest Carlsen *ENC*

Date: June 30, 1986

Concerning Applications 33-7154 & 33-7181

Mr. Campbell called to determine the status on the above captioned applications. I informed him that we had completed the required publications and there were no protests on either application. To proceed with further administrative action, however, I indicated we would need a copy of the FERC exemption and verification of financial capability for construction of the project. Mr. Campbell stated his client, Hydro-Electric Development Corporation, has an agreement with the Stauffers' to both finance and construct the project. He will be forwarding a financial statement for Hydro-Electric Development Corporation and also a copy of the FERC exemption.

MICROFILMED

CONVERSATION MEMO

Name of Party: Rick Stauffer

Date: June 13, 1986

Employee: Ernest Carlsen *eme*

RE: Applications for Permits No. 33-7154 and 33-7181

Mr. Stauffer came to the office today inquiring as to the status of the above captioned hydropower applications. I explained to him we had completed the advertising of 33-7181 and that no protests had been received. Information contained in the files indicated we would be able to forward both applications to Boise once the applicants have provided us with a copy of their FERC exemption and a statement of financial capability. Mr. Stauffer stated an organization out of Colorado was financing the projects and that he would get the necessary financial information from them.

UNCLASSIFIED

June 5, 1986

Times News
P.O. Box 548
Twin Falls, Idaho 83301

RE: Application No. 33-7181, D. & D. Stauffer, Inc.

Gentlemen:

Would you please submit an affidavit of publication and certified bill in connection with the above referenced application. The legal notice was to have been published in your paper on May 15, and 22, 1986.

Your cooperation in this matter is greatly appreciated.

Very truly yours,

MICHELE DAVIS
Office Secretary

May 30, 1986

D & D Stauffer, Inc.
Howe, Idaho 83244

Re: Application for permit No. 33-7181

Dear Water Right Applicant:

The Department of Water Resources acknowledges receipt of your water right application for permit. The application has been assigned identification no. 33-7181. Please refer to this number in all further correspondence.

This office is currently in the process of advertising the application in the Arco Advertiser, Idaho Statesman, Times News, & Lewiston Tribune. The advertisement will be published for two weeks, and a period of ten days following the second publication will be allowed for the submittal of protests.

If the application is protested, you will be sent a copy of the protest. The protests must be resolved before the application is approved or denied. If the protest is not resolved voluntarily, this Department will conduct a conference and/or hearing on the matter.

If the application is not protested, it will be forwarded to our state office in about five weeks. State office personnel will conduct a complete review prior to final processing of the application and will notify you of the outcome of this review. When the permit is issued, you will be sent a copy. A typical processing time for an unprotested application is about eight weeks.

Please feel free to contact this office if you have any questions regarding this procedure.

Sincerely,

Ernest Carlsen
Assistant Regional Supervisor

EC/md

May 9, 1986

D & D Stauffer, Inc.
Howe, Idaho 83244

Gentlemen:

This office has receipted the application you submitted on May 1, 1986. The application requests the appropriation of 33cfs from Dry Creek between Nov. 1 and May 15 and 15 cfs between June 1 and Oct. 31. The water is to be used for the production of hydropower in the Dry Creek Hydropower project.

We understand the application will be used in conjunction with other water right filings already recorded with the Department. These filings include permit 33-7089 and application for permit 33-7154.

To help explain the intent of the third application we have prepared the following statement as an addendum to the normal advertising.

When water requested for appropriation by this application is used in conjunction with application for permit 33-7154 and permit 33-7089 an amount not to exceed 85cfs may be diverted on a year around basis.

Due to the amount being requested for appropriation it will be necessary to advertise the application state wide. It has also been decided to advertise the application locally in both the Butte and Custer county papers since approximately half the length of the penstock will be in each county.

Respectfully submitted,

Ernest Carlsen
Assistant Regional Supervisor

EC/md

cc: Scott Campbell

May 8, 1986

D & D Stauffer, Inc.
Howe, Idaho 83244

Re: Application for Permit

Dear Mr. Stauffer:

The Department has begun review of your hydro-power application for an additional 33 cfs out of Dry Creek.

The following information will need to be submitted and reviewed by the Department before approval can be considered:

1. Demonstration of financial ability to build the project by furnishing either a financial statement showing that the applicant has the necessary financial resources to construct the project or a letter from a financial institution indicating it will commit the necessary finances for construction.
2. An itemized estimate of construction costs.

The Department will continue with processing of the application through the advertising period. Further action on the application, however, will be dependent upon receipt of item one and two, mentioned above.

Sincerely,

Steve McCormick, P.E.
Water Resource Engineer

SM/md

ENCLOSURE

STATE OF IDAHO
DEPARTMENT OF WATER RESOURCES
Eastern Region

150 Shoup Ave., Suite 15
Idaho Falls, Idaho 83402
(208) 525-7161

MAY 7, 1986

The Arco Advertiser
Box "C"
Arco, Idaho 83213

Gentlemen:

Enclosed you will find a legal notice which we wish to have published on the dates indicated (once a week for two consecutive weekly issues) in your newspaper. We have allowed ample time for you to submit a galley proof to this office for review before the first publication date. If you cannot publish the notice on the proposed dates, please contact us immediately.

An affidavit of publication must be submitted to the Department along with the publication bill. Your cooperation is appreciated.

Please send the affidavit of publication and publication billings to this office before JUNE 2, 1986.

Yours truly,

RONALD D. CARLSON
Supervisor
Eastern Region

Encl.

RECEIVED

Rec'd aff.

MINIMUM 1000

Published 5-15-86 & 5-22-86.

Director

KEN DUNN

Falls, Idaho, 83402 on or before June 2, 1986.

Resources, 150 Shoup Ave., Suite 15, Idaho

filed with the Director, Dept. of Water

Sec. 42-203C, Idaho Code. Protests must be

Code and/or the public interest criteria of

based on the criteria of Sec. 42-203A, Idaho

water rights. Protests may be submitted

The permits will be subject to all prior

may be diverted on a year around basis.

permit 33-7089 an amount not to exceed 85cfs

with application for permit 33-7154 and

by this application is used in conjunction

When water requested for appropriation

In: SWNW Sec. 36 T 10N R 26E

Date Filed: 05-01-1986

POWER 6-1 to 10:31 (15.0 CFS)

Use: POWER 11-1 to 5:31 (33.0 CFS)

Division Pt: NENW Sec. 31 T 10N R 25E

LOST RIVER

Source: DRY CREEK trib. to LITTLE

HOWE, ID 83244

D & D STAUFFER, INC.

33-7181

of Idaho:

to appropriate the public waters of the State

and all applications have been filed

WATER RIGHTS

NOTICE OF APPLICATION

STATE OF IDAHO
DEPARTMENT OF WATER RESOURCES
Eastern Region

150 Shoup Ave., Suite 15
Idaho Falls, Idaho 83402
(208) 525-7161

MAY 7, 1986

Custer County Publishing Co.
P. O. Box 405
Challis, Idaho 83226

Gentlemen:

Enclosed you will find a legal notice which we wish to have published on the dates indicated (once a week for two consecutive weekly issues) in your newspaper. We have allowed ample time for you to submit a galley proof to this office for review before the first publication date. If you cannot publish the notice on the proposed dates, please contact us immediately.

An affidavit of publication must be submitted to the Department along with the publication bill. Your cooperation is appreciated.

Please send the affidavit of publication and publication billings to this office before JUNE 2, 1986.

Yours truly,

RONALD D. CARLSON
Supervisor
Eastern Region

Encl.

RECEIVED

Rec'd aff.

STATE OF IDAHO

DEPARTMENT OF WATER RESOURCES
Eastern Region

150 Shoup Ave., Suite 15
Idaho Falls, Idaho 83402
(208) 525-7161

MAY 7, 1986

Lewiston Mornings Tribune
505 C Street
Lewiston, Idaho 83501

Gentlemen:

Enclosed you will find a legal notice which we wish to have published on the dates indicated (once a week for two consecutive weekly issues) in your newspaper. We have allowed ample time for you to submit a galley proof to this office for review before the first publication date. If you cannot publish the notice on the proposed dates, please contact us immediately.

An affidavit of publication must be submitted to the Department along with the publication bill. Your cooperation is appreciated.

Please send the affidavit of publication and publication billing to this office before JUNE 2, 1986.

Yours truly,

RONALD D. CARLSON
Supervisor
Eastern Region

Encl.

ENCLOSURE

*Lead
Aff.*

STATE OF IDAHO
DEPARTMENT OF WATER RESOURCES
Eastern Region

150 Shoup Ave., Suite 15
Idaho Falls, Idaho 83402
(208) 525-7161

MAY 7, 1986

Times News
P.O. box 548
Twin Falls, Idaho 83301

Gentlemen:

Enclosed you will find a legal notice which we wish to have published on the dates indicated (once a week for two consecutive weekly issues) in your newspaper. We have allowed ample time for you to submit a galley proof to this office for review before the first publication date. If you cannot publish the notice on the proposed dates, please contact us immediately.

An affidavit of publication must be submitted to the Department along with the publication bill. Your cooperation is appreciated.

Please send the affidavit of publication and publication billing to this office before JUNE 2, 1986.

Yours truly,

RONALD D. CARLSON
Supervisor
Eastern Region

Encl.

RECEIVED
MAY 14 1986

Legal PROOF TO SEND

**NOTICE OF
APPLICATION
FOR WATER RIGHT**
The following applica-
tions have been filed to
appropriate the public
waters of the State of
Idaho:

33-7181
D & D STAUFFER, INC.
Source: DRY CREEK
trib. to LITTLE LOST
RIVER
Diversion Pt: NENW Sec
31 T 10N R 25E
Use: POWER 11/1 to
5/31 (33.0 CFS)
POWER 6/1 to 10/31
(15.0 CFS)
Date Filed: 05/01/1986
In: SWNW Sec 36 T
10N R 26E
When water requested
for appropriation by this
application is used in
conjunction with ap-
plication for permit 33-
7154 and permit 33-7089
an amount not to exceed
85 cfs may be diverted
on a year-around basis.
The permits will be
subject to all prior water
rights. Protests may be
submitted based on the
criteria of Sec. 42-203A,
Idaho Code and/or the
public interest criteria of
Sec. 42-203C, Idaho
Code. Protests must be
filed with the Director,
Dept. of Water
Resources, 150 Shoup
Ave., Suite 15, Idaho
Falls, Idaho, 83402 on or
before June 2, 1986.
KEN DUNN
Director
PUBLISHED: Thursdays,
May 15, and 22, 1986.

12.6.86

STATE OF IDAHO
DEPARTMENT OF WATER RESOURCES
Eastern Region

150 Shoup Ave., Suite 15
Idaho Falls, Idaho 83402
(208) 525-7161

MAY 7, 1986

The Idaho Statesman
Box 40
Boise, Idaho 83707

Gentlemen:

Enclosed you will find a legal notice which we wish to have published on the dates indicated (once a week for two consecutive weekly issues) in your newspaper. We have allowed ample time for you to submit a galley proof to this office for review before the first publication date. If you cannot publish the notice on the proposed dates, please contact us immediately.

An affidavit of publication must be submitted to the Department along with the publication bill. Your cooperation is appreciated.

Please send the affidavit of publication and publication billing to this office before JUNE 2, 1986.

Yours truly,

RONALD D. CARLSON
Supervisor
Eastern Region

Encl.

RECEIVED

Rec'd Off.

5

The People's Right to Know

**NOTICE OF APPLICATION
FOR WATER RIGHT**

The following applications have been filed to appropriate the public waters of the State of Idaho:

33-7181

D & D STAUFFER, INC. HOWE,
ID 83244

Source: DRY CREEK trib. to
LITTLE LOST RIVER

Diversion Pt.: NENW Sec 31 T
10N R 25E

Use: POWER 11/1 to 5/31
(33.0 CFS) POWER 6/1 to 10/31
(15.0 CFS)

Date Filed: 05/01/1986

In: SWNW Sec 36 T 10N R 26E

When water requested for appropriation by this application is used in conjunction with application for permit 33-7154 and permit 33-7089 an amount not to exceed 85 cfs may be diverted on a year around basis.

The permits will be subject to all prior water rights. Protests may be submitted based on the criteria of Sec. 42-203A, Idaho Code and/or the public interest criteria of Sec. 42-203C, Idaho Code. Protests must be filed with the Director, Dept. of Water Resources, 150 Shoup Ave., Suite 15, Idaho Falls, Idaho, 83402 on or before June 2, 1986.

KEN DUNN

Director

Published: May 15 & 22, 1986

NOTICE OF APPLICATION

FOR WATER RIGHT

The following applications have been filed to appropriate
the public waters of the State of Idaho:

33-7181

D & D STAUFFER, INC.

HOWE, ID 83244

Source: DRY CREEK trib. to LITTLE LOST RIVER

Diversion Pt: NENW Sec 31 T 10N R 25E

Use: POWER 11/1 to 5/31 (33.0 CFS)
POWER 6/1 to 10/31 (15.0 CFS)

Date Filed: 05/01/1986

In: SWNW Sec 36 T 10N R 26E

When water requested for appropriation by this application is used
in conjunction with application for permit 33-7154 and permit 33-7089
an amount not to exceed 85cfs may be diverted on a year around basis.

The permits will be subject to all prior water rights.

Protests may be submitted based on the criteria of Sec. 42-203A,
Idaho Code and/or the public interest criteria of Sec. 42-203C,
Idaho Code. Protests must be filed with the Director, Dept. of
Water Resources, 150 Shoup Ave., Suite 15, Idaho Falls, Idaho,
83402 on or before June 2, 1986.

KEN DUNN

Director

Published 5/15/86 & 5/22/86.

MICROFILMED

STAFF SHEET FOR POWER GENERATION

I Initial Review By: Steve McCormick Application No. _____

Date Requested _____ In File _____

A. _____ 5-7-86 Form 205/206.

B. _____ 5-7-86 Efficiency is between 85% and 60%.

$$E = \frac{P (11.8)}{QH} = \frac{(7.55) (11.8)}{(85) (11.35)} = .92 \times 100 = 92\%$$

(0.00092) (0.092 kW)

II Post Publication Review By: Ernst

A. Not Protested

1. 0 to 373 kw (500 Hp)

Date Requested _____ Date Received (one or more) _____

_____ Engineering feasibility report.

_____ Preliminary design report.

_____ Contracts to construct project.

_____ Contracts to purchase power.

_____ Verification that an application has been submitted to F.E.R.C.

_____ Other: _____

2. 373 kw (500 Hp) and higher

Date Requested _____ Date Received (all three are required) _____

7/9/1986 ~~Preliminary Engineering Report.~~ FERC Exemption.

_____ Itemized cost estimate.

7/9/1986 Verification of financial ability.

B. Protested

1. 0 to 111 kw (150 Hp)

_____ Supplement information has been submitted.

_____ Hearing should be scheduled.

2. 111 kw (150 Hp) and higher

_____ Supplemental information has been submitted.

_____ Received verification of a F.E.R.C. ruling.

_____ Hearing should be scheduled.

ELAM, BURKE AND BOYD

ATTORNEYS AND COUNSELORS AT LAW

FIRST INTERSTATE BUILDING
702 WEST IDAHO
POST OFFICE BOX 1559
BOISE, IDAHO 83701
TELEPHONE 208-343-5454
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CARL A. BURKE (1898-1961)	PETER C. MARSHALL
CARL P. BURKE	KENNETH M. SEBBY
PETER J. BOYD	TRUDY HANSON FOUSSER
J. RAY DURTSCHI	D. ALAN KOFOED
M. ALLYN DINGEL, JR.	BRIAN D. HARPER
JACK S. GJORDING	SCOTT L. CAMPBELL
JOHN MAGEL	BOBBI KILLIAN DOMINICK
DAVID B. LINCOLN	W. DALLAS BURKHALTER
RICHARD C. MELLON, JR.	ALAN P. CONILOGUE
ROBERT M. TYLER, JR.	JOHN K. DAVIS
JAMES D. LARUE	ELAINE D. HANSON
RANDALL A. PETERMAN	JEFFERY J. VENTRELLA
WILLIAM J. RUSSELL	
KAYE L. O'RIORDAN	
RYAN P. ARMSTRUSTER	
DAVID E. COMSTOCK	
MELVILLE W. FISHER II	
WILLIAM G. DRYDEN	

April 29, 1986

Mr. Rob Stauffer
D & D Stauffer, Inc.
P.O. Box 501
Arco, ID 83213

RE: Dry Creek Hydroelectric Project

Dear Mr. Stauffer:

I have enclosed a check in the amount of \$550, payable to the Idaho Department of Water Resources, which was recently forwarded to me by Mr. Rick Peterson of Hydroelectric Development, Inc.

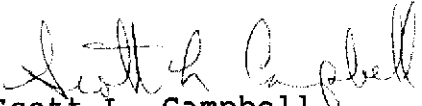
Please take this check, which represents the filing fee for the application for water permit, and file the application with the Eastern Regional Office of the Idaho Department of Water Resources.

As I indicated in my prior correspondence of April 17, 1986, I believe that it would be advisable if you contact all the individuals who filed protests on your previous filings to resolve any objections they may have at this stage. This will simplify the processing of the application and avoid any unnecessary delays which could arise from the filing of additional protests.

Thank you for your cooperation in this regard.

Very truly yours,

ELAM, BURKE & BOYD


Scott L. Campbell

SLC:ls
Enclosure

cc: Donnie Pope

APR 30 1986

ELAM, BURKE AND BOYD

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April 17, 1986

Mr. Rob Stauffer
D & D Stauffer, Inc.
P.O. Box 501
Arco, Idaho 83213

RE: Dry Creek Hydroelectric Project

Dear Mr. Stauffer:

I have enclosed a completed application for permit before the Idaho Department of Water Resources, dealing with the Dry Creek Hydroelectric Project. As you will recall from our telephone conversation of several weeks ago, it is necessary to obtain another permit for the additional water flow which will be necessary to take full advantage of the generating capacity of the project.

As you will note from a review of the application, I have indicated that an additional 15 cubic feet per second (cfs) is requested for power purposes from January 1 to December 31 of each year. Additionally, I have requested an appropriation of 18 cfs for power purposes from November 1 to May 31 of each year. I have requested this additional 18 cfs for this portion of each year because of the self-imposed limitation contained in Permit No. 33-7089, which requested 18 cfs for power purposes for utilization only from June 1 to October 31 of each year.

I have requested Mr. Donnie R. Pope of Hydroelectric Development, Incorporated, to send you a check in the amount of \$555 for the filing fee for this application. As soon as you receive the funds, please sign the application on the appropriate line, together with the signature of your brother Rick, and file the completed application with the application fee at the Eastern Region Office of the Department of Water Resources in Idaho Falls, Idaho.

Additionally, as we discussed during our telephone conversation, it would be advisable to contact all of the previous protestants with respect to the prior applications for permit to

Mr. Rob Stauffer
April 17, 1986
Page 2

inform them that this application does not change the project, nor is the application an attempt to adversely affect their water rights. This additional step should help prevent any unnecessary protests being filed against the application, which could result in substantial additional delays in the processing time.

I will be in touch with you in the near future concerning the necessary agreements with respect to the Dry Creek Development Company and the Blaine County Canal Company, concerning the ownership of the diversion structure and its utilization in this project and the clarification of the water rights of the Blaine County Canal Company.

If you have any questions concerning these matters, please contact me as soon as possible.

Very truly yours,

ELAM, BURKE & BOYD


Scott L. Campbell

SLC:ls
Enclosure
cc: Donnie R. Pope

APR 22 1986

IDENT. NO.

ID A H O D E P A R T M E N T O F W A T E R R E S O U R C E S

WATER RIGHT
DATA ENTRY LOG

[illegible]