

Simplot

CORPORATE HEADQUARTERS

J.R. SIMPLOT COMPANY ONE CAPITAL JTER 999 MAIN STREET SUITE 1300
P.O. BOX 27 BOISE, IDAHO 83707 208/336-2110

FAX COVER LETTER

Transmittal Time:

TO: Shelley W. Keen	Fax No. 208-287-6700	DATE: March 16, 2005
COMPANY: State of Idaho Department of Water Resources		No. of pages including cover sheet: 7
FROM: Vic Conrad	Direct Dial Number (208)389-7359	FAX NO. (208) 389-7333
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RE: Water Right Permi No. 75-7433 Message: As we discussed, the permit holder, Salmon Meadows, Inc. dissolved in December, 1992. The property and all assets relating to Salmon Meadows were then distributed to J. R. Simplot Company, who was the owner of all of the shares of stock of Salmon Meadows, Inc. upon dissolution. To verify the dissolution and the transfer of property and assets I am attaching copies of the following: 1. State of Idaho Department of State Certificate of Dissolution of Salmon Meadows, Inc. 2. Articles of Dissolution Pursuant to Section 30-1-92 Idaho Business Corporation Act of Salmon Meadows, Inc. 3. Consent of Shareholders to Voluntary Dissolution of Salmon Meadows, Inc. If you will please re-issue the Application to Amend Permit No. 75-7433 in the name of J. R. Simplot Company, the current permit holder pursuant to the attached documents, I will arrange for it to be signed and returned along with its \$50.00 filing fee. If you do not receive all of the pages, please call back as soon as possible to (208)389-7303.		

State of Idaho

Department of State

CERTIFICATE OF DISSOLUTION OF

SALMON MEADOWS, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Dissolution of SALMON MEADOWS, INC., duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Dissolution, and attach hereto a duplicate original of the Articles of Dissolution.

December 22, 1992



Pete T. Cenarrusa
SECRETARY OF STATE

By

Shirley J. Clark

ARTICLES OF DISSOLUTION
PURSUANT TO SECTION 30-1-92
IDAHO BUSINESS CORPORATION ACT
OF
SALMON MEADOWS, INC.

RECEIVED
 SEC. OF STATE
 92 DEC 22 AM 8 13

Pursuant to the provisions of Section 30-1-92 of the Idaho Business Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

FIRST: The name and post office address of the corporation is:

SALMON MEADOWS, INC.
 999 Main Street
 P.O. Box 27
 Boise, Idaho 83707

SECOND: The names and addresses of the last Officers and Directors of the corporation and their respective offices are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Charles E. Morey	999 Main Street Boise, Idaho 83702	President
Ronald N. Graves	999 Main Street Boise, Idaho 83702	Secretary
James D. Crawford	999 Main Street Boise, Idaho 83702	Treasurer
J. R. Simplot	999 Main Street Boise, Idaho 83702	Director
Scott R. Simplot	999 Main Street Boise, Idaho 83702	Director
C. L. Otter	999 Main Street Boise, Idaho 83702	Director

THIRD: There are no actual or known potential creditors to whom notice of this dissolution must be sent not less than thirty (30) days prior to filing the articles of dissolution.

IDAHO SECRETARY OF STATE
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of Dissolution as required by Section 30-1-87 of the Idaho Business Corporation Act.

FOURTH: All debts, obligations and liabilities of the corporation have been paid and discharged, or adequate provision has been made therefor.

FIFTH: All remaining property and assets of the corporation have been distributed among its shareholders, in accordance with their respective rights and interests.

SIXTH: There are no suits pending against the corporation in any court with respect to which adequate provision has not been made for the satisfaction of any judgment, order or decree which may be entered against it.

SEVENTH: The dissolution of Salmon Meadows, Inc. has received the unanimous written consent of shareholders pursuant to Idaho Code §30-1-83.

DATED this 16th day of December, 1992.

SALMON MEADOWS, INC.

By Charles E. Morey
CHARLES E. MOREY
President

ATTEST:

By Ronald N. Graves
RONALD N. GRAVES
Secretary

VERIFICATION

COMES NOW, RONALD N. GRAVES, an officer of the corporation who signed the above Articles of Dissolution and after first being sworn before a person authorized to administer oaths, hereby verifies upon personal knowledge that the facts stated therein are true.

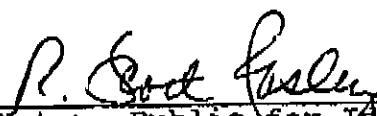


RONALD N. GRAVES

STATE OF IDAHO)
) ss.
County of Ada)

On this 16th day of December, 1992, before me, a Notary Public in and for said State, who being by me first duly sworn, declared that Charles E. Morey and Ronald N. Graves, known to me to be the President and Secretary, respectively, of Salmon Meadows, Inc., the corporation that executed the within instrument and that they signed the foregoing document as the President and Secretary of the corporation, and that the statements therein contained are true.

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



Notary Public for Idaho
Residing at: Bear River
My Commission expires: 5-13-97

43162

**CONSENT OF SHAREHOLDERS
TO VOLUNTARY DISSOLUTION
OF
SALMON MEADOWS, INC.**

The undersigned, being the sole shareholder of all SALMON MEADOWS, INC., hereinafter referred to as the "Corporation," pursuant to Section 30-1-83 of the Idaho Business Corporation Act, does hereby consent and agree to the dissolution of the corporation and authorize the appropriate officers of the corporation to take any and all actions necessary to dissolve the corporation. The signature below constitutes authority to dissolve Salmon Meadows, Inc.

DATED this 16TH day of December, 1992.

J. R. SIMPLOT COMPANY

BY Gordon C. Smith
GORDON C. SMITH
President

CERTIFICATE

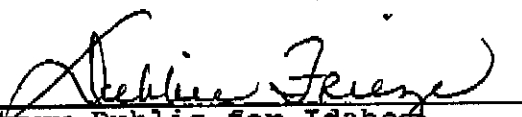
STATE OF IDAHO)
) ss:
County of Ada)

RONALD N. GRAVES, being first duly sworn, on his oath, deposes and states that he is the Secretary of SALMON MEADOWS, INC., an Idaho corporation, and that the foregoing Consent of Shareholders to Voluntary Dissolution has been signed by all of the shareholders of said corporation.

DATED this 16th day of December, 1992.


RONALD N. GRAVES

SUBSCRIBED AND SWORN to before me this 16th day of December, 1992.


Notary Public for Idaho
Residing at: Boise Id
My Commission expires: 9/16/94

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