

SQUAW CREEK

FARMS L.L.C.

Potatoes • Sugar Beets • Wheat • Barley • Alfalfa

P.O. Box 1207
Mountain Home, Idaho 83647
(208) 587-5319 • (208) 587-7053
FAX (208) 587-6117

Pam Skaggs
Idaho Department of Water Resources
1301 N. Orchard St
Boise, ID 83706

RE: Transfer 69875 and 69876

Dear Ms. Skaggs

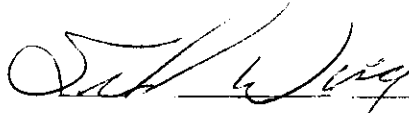
Please accept this letter as assignment of applications for transfer 69875 and 69876 that are currently in the name of Squaw Creek Farms LLC to the new owner Sunset Ridge LLC.

Sunset Ridge LLC requests that IDWR continue to process these transfers as rapidly as possible. If there is anything else needed to expedite the process, please call Steve Hannula at ERO Resources at 373-7983.

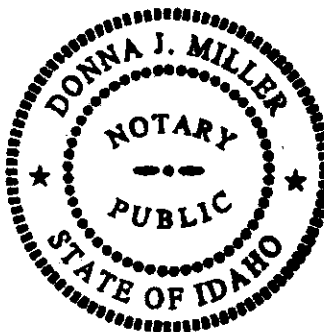
Thank you.



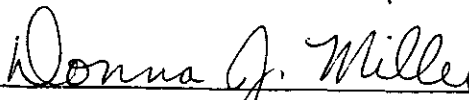
Sid Wing, member Squaw Creek Farms LLC



Sid Wing, member Sunset Ridge LLC.



Subscribed and sworn before me this 6th day of May, 2004.



(Notary Public)

My commission expires 5/16/09

**OPERATING AGREEMENT
OF
SQUAW CREEK FARMS, L.L.C.
(THE "COMPANY")
FOR MANAGEMENT BY MEMBERS**

**EFFECTIVE AS OF
JANUARY 1, 1995**

**ARTICLE I.
FORMATION OF COMPANY**

1.1 Name

The name of the Company is Squaw Creek Farms, L.L.C.

1.2 Principal Office.

The principal office of the Company in the State of Idaho shall be located at 2700 Sunset Strip, Mountain Home, Idaho, Ada County, Idaho. The Company may have such other offices, either within or without the State of Idaho, as the Members may designate or as the business of the Company may from time to time require.

1.3 Registered Office.

The registered office of the Company required by the Idaho Limited Liability Company Act to be maintained in the State of Idaho may, but need not, be identical with the Principal Office in the State of Idaho. The address of the initial registered office of the Company is 2700 Sunset Strip, Mountain Home, Idaho, and the initial registered agent at such address is Sidney Wing. The registered office and the registered agent may be changed from time to time by action of the Members and by filing the prescribed form with the Idaho Secretary of State.

1.4 Term.

The Company shall terminate December 31, 2024, unless the Company is earlier dissolved in accordance with either the provisions of this Operating Agreement or Idaho Code Title 53, Chapter 6.

1.5 Permitted Businesses.

The business of the Company shall be:

**OPERATING AGREEMENT
OF
SUNSET RIDGE, L.L.C.
(THE "COMPANY")
FOR MANAGEMENT BY MEMBERS**

**EFFECTIVE AS OF
JULY 31, 2002**

**ARTICLE I.
FORMATION OF COMPANY**

1.1 Name.

The name of the Company is Sunset Ridge, L.L.C.

1.2 Principal Office.

The principal office of the Company in the State of Idaho shall be located at 2700 Sunset Strip, Mountain Home, Idaho, Elmore County, Idaho. The Company may have such other offices, either within or without the State of Idaho, as the Members may designate or as the business of the Company may from time to time require.

1.3 Registered Office.

The registered office of the Company required by the Idaho Limited Liability Company Act to be maintained in the State of Idaho may, but need not, be identical with the Principal Office in the State of Idaho. The address of the initial registered office of the Company is 2700 Sunset Strip, Mountain Home, Idaho, and the initial registered agent at such address is Sidney Wing. The registered office and the registered agent may be changed from time to time by action of the Members and by filing the prescribed form with the Idaho Secretary of State.

1.4 Term.

The Company shall terminate December 31, 2022, unless the Company is earlier dissolved in accordance with either the provisions of this Operating Agreement or Idaho Code Title 53, Chapter 6.

1.5 Permitted Businesses.

The business of the Company shall be: