

STATE OF OREGON

COUNTY OF BAKER

CERTIFICATE OF WATER RIGHT

THIS CERTIFICATE ISSUED TO

WILLIAMS LAND, LLC
48857 HIGHWAY 30
NORTH POWDER, OR 97867

confirms the right to use the waters of North Powder River, a tributary of Powder River for irrigation of 238.4 acres.

This right was perfected under permits 30456, 39303 and 41203.

The dates of priority are:

| DATE | ACRES | DATE | ACRES | DATE | ACRES |
|-------------|-------|----------------|-------|------------------|-------|
| May 7, 1965 | 37.6 | March 19, 1974 | 12.1 | November 8, 1976 | 188.7 |

The use is limited to 3.71 cubic feet per second (cfs), or its equivalent in case of rotation, measured at the point of diversion from the source; being 0.61 cfs for the May 7, 1965 priority; 0.30 cfs for the March 19, 1974 priority; and 2.80 cfs for the November 8, 1976 priority. The amount of water used for irrigation, together with the amount secured under any other right existing for the same lands, is limited to a diversion of one-fortieth of one cubic foot per second per acre, or its equivalent, and shall be further limited to a diversion of not to exceed 4.0 acre feet per acre for each acre irrigated during the irrigation season of each year.

The point of diversion is located as follows:

N-14 Smith McPhee Tanner Ditch NW¼ SW¼, Section 32, T6S, R39E, WM; 1500' North and 500' East from the Southwest corner of Section 32, T6S, R39E, WM.

This is a final order in other than contested case. This order is subject to judicial review under ORS 183.484. Any petition for judicial review must be filed within the 60 day time period specified by ORS 183.484(2). Pursuant to ORS 536.075 and OAR 137-004-0080 you may either petition for judicial review or petition the Director for reconsideration of this order. A petition for reconsideration may be granted or denied by the Director, and if no action is taken within 60 days following the date the petition was filed, the petition shall be deemed denied.

A description of the place of use to which this right is appurtenant is as follows:

Kramer, Gary

| Twp S | Rng E | Sec | Q40 | Q160 | Acres | Date | Cert | Tx Lt |
|-------|-------|-----|-----|------|-------|-----------|-------|-------|
| 7 | 39 | 2 | NW | NW | 36.3 | 11/8/1976 | 53300 | 300 |
| 7 | 39 | 2 | SW | NW | 37.1 | 11/8/1976 | 53300 | 300 |
| 7 | 39 | 2 | NW | SW | 30.7 | 11/8/1976 | 53300 | 400 |
| 7 | 39 | 2 | SW | SW | 12.8 | 11/8/1976 | 53300 | 400 |
| 7 | 39 | 3 | NE | NE | 7.0 | 3/19/1974 | 52745 | 300 |
| 7 | 39 | 3 | NW | NE | 5.1 | 3/19/1974 | 52745 | 300 |
| 7 | 39 | 3 | SW | NE | 9.2 | 11/8/1976 | 53300 | 400 |
| 7 | 39 | 3 | SE | NE | 9.0 | 11/8/1976 | 53300 | 300 |
| 7 | 39 | 3 | NE | SE | 14.2 | 5/7/1965 | 36834 | 400 |
| 7 | 39 | 3 | NE | SE | 27.1 | 11/8/1976 | 53300 | 400 |
| 7 | 39 | 3 | NW | SE | 23.4 | 5/7/1965 | 36834 | 400 |
| 7 | 39 | 3 | NW | SE | 9.4 | 11/8/1976 | 53300 | 400 |
| 7 | 39 | 3 | SW | SE | 9.2 | 11/8/1976 | 53300 | 400 |
| 7 | 39 | 3 | SE | SE | 7.9 | 11/8/1976 | 53300 | 400 |

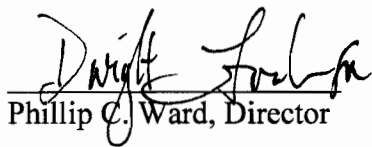
Location descriptions are based on the Willamette Meridian.

The right to the use of the water for the above purposes is restricted to beneficial use on the lands or place of use described. The use shall conform to such reasonable rotation system as may be ordered by the proper state officer.

This certificate confirms an order of the Water Resource Director entered on, MAY 17 2011, and recorded in Special Order Volume 84, Page 100, approving a petition by Powder Valley Water Control District under ORS 541.329 for mapping water rights within a district.

This certificate supersedes Certificates 36834, 52745 and 53300.

WITNESS the signature of the Water Resources Director, affixed MAY 17 2011.


Phillip C. Ward, Director