

Application for Instream Lease



Oregon Water Resources Department
 725 Summer Street NE, Suite A
 Salem, Oregon 97301-1266
 (503) 986-0900
 www.oregon.gov/OWRD

Part 1 of 4 – Minimum Requirements Checklist

Complete Part 1 through 4 and include the required attachments Fill in or check boxes as indicated. (N/A= Not Applicable)	OWRD #	1L-1895
	Fee-	

Pursuant to ORS 537.348(2) and OAR 690-077

Check all items included with this application. (N/A = Not Applicable)

Yes **Part 1** – Completed Minimum Requirements Checklist and Application Fee

Fees	<input type="checkbox"/> \$610.00 for a lease involving four or more landowners or four or more water rights	<input checked="" type="checkbox"/> \$410.00 for all other leases
	<input checked="" type="checkbox"/> Check enclosed <u>or</u>	
	<input type="checkbox"/> Fee Charged to customer account _____ (account name)	

Yes **Part 2** – Completed Instream Lease Application Map Checklist.

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Yes **Part 3** – Completed Water Right and Instream Use Information
 Include a separate **Part 3** for **each water right**

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Yes **Part 4** – Completed Instream Lease Provisions and Signatures

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Yes **How many water rights are leased? 3 List them here: 89604, 89606, 91193**

Include a separate **Part 3** for each **water right. (Attachment A)**

Yes N/A **Other Water Rights**, if any, appurtenant to the lands involved in the lease application and not proposed to be leased instream?

List those other water rights here: The certificates proposed to be leased instream

authorize industrial and manufacturing uses, so layering does not apply.

Yes No **Conservation Reserve Enhancement Program (CREP)**. Are some or all of the lands to be leased part of CREP or another Federal program (list here: _____)?

Attachments:

Yes N/A **Map:** Instream Lease map requirements (see Part 2 of this application)

Yes N/A **Tax Lot Map:** If a portion of the water right *not included in the lease* is appurtenant to lands owned by others, a tax lot map must be included with the lease application. The tax lot map should clearly show the property involved in the lease.

Yes N/A Supporting documentation describing why a right (or portion thereof) is valid and not subject to forfeiture even though the right has not been exercised for five or more consecutive years. This information only needs to be provided if the checkbox has been checked to identify that the water right has not been used in the last five years and is not subject to forfeiture (See Part 4 of 4).

Yes N/A If the Lessor (water right holder) is not the deeded landowner - provide one of the following.

- A water right conveyance agreement and a copy of the recorded deed for the landowner at the time the water right was conveyed; or
- Other documentation which provides authority to pursue the lease absent consent of the landowner. **(Attachment B)**

Part 2 of 4 – Instream Lease Application Map Checklist

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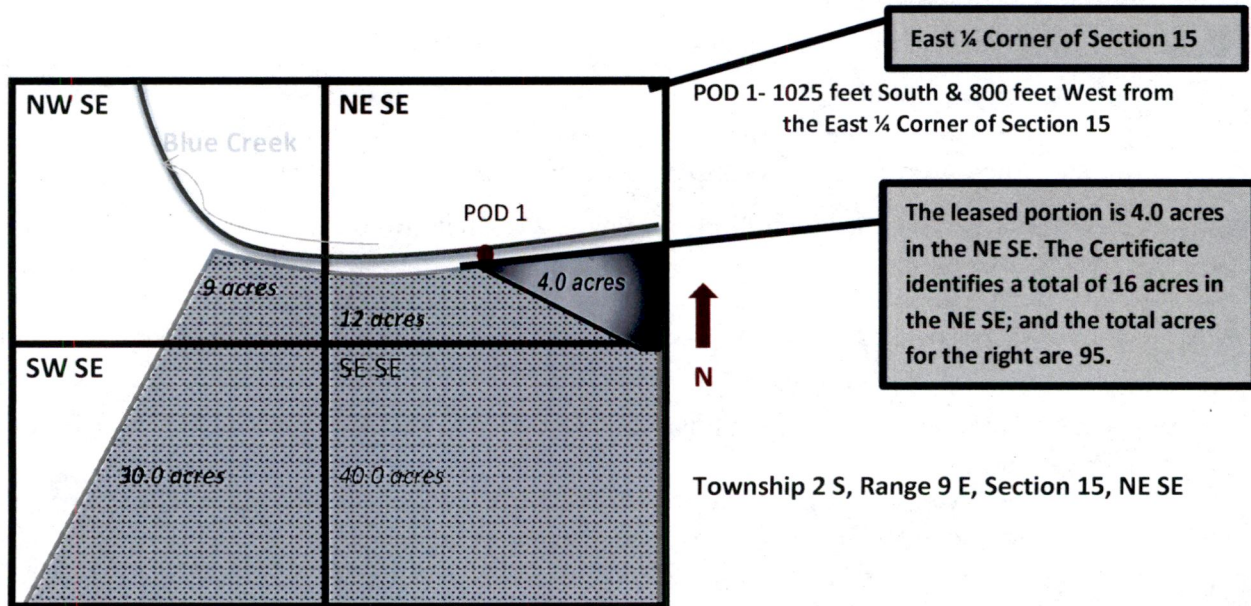
A Map is generally required for each water right not leased in its entirety

The application map (if required) should include all the items listed below and match the existing water right(s) of record. Check all boxes that apply.

This should be a simple map. (See example below). A copy of a final proof survey map with the portion to be leased shaded or hachured in will also suffice.

- N/A A map is required for each water right not leased in its entirety. More than one QQ and property may be included on each map. A map is not required, if leasing the entire right or if the right to be leased is for municipal or quasi-municipal water use. **Water Rights to be leased in their entirety**
- The map should be of sufficient quality to be reproducible. Please do not use highlighters to mark items on the map as highlighters do not always copy.
- A North arrow and map scale (no smaller than 1" = 1320').
- Township, Range, Section, quarter quarter (QQ), and a clearly labeled survey corner.
- For irrigation or other similar use, the number of acres to be leased in each quarter-quarter clearly labeled and hachured to differentiate between the acres being leased and any remaining. If the place of use is broken down by more than one priority date, or source stream, and/or point of diversion you must identify each with separate hachuring and clearly label.
- If available, identify the existing point(s) of diversion.

EXAMPLE MAP (the darker shaded portion representing the portion leased instream)



Part 3 of 4 – Water Right and Instream Use Information

Use a separate Part 3 for each water right to be leased instream

Water Right Information

Water right # 89604

Table 1

Water Right Information: Provide a description of the originating water right to be leased. Also include your tax lot number(s). Fill in all applicable information. For example, if your water right has multiple points of diversion (POD) but they're not numbered, you do not need to include a number. If not enough room below, you may add additional rows (see instructions) or attach spreadsheet (matching Table 1). Please clearly label any attachments.

<input type="checkbox"/> If only leasing a portion of the right - complete Table 1 as indicated					<input checked="" type="checkbox"/> Entirety - If the entire water right is to be leased, skip to Table 3.					
Priority Date	POD #	Twp	Rng	Sec	Q-Q	Tax Lot	Gov't Lot/DLC	Acres	USE	Previous Lease # (if any)
EXAMPLE										
12/2/1901	3	2-S	9-E	15	NE SE	100	47	4.0	IR	IL-1100
		-	-		-					
		-	-		-					
		-	-		-					
		-	-		-					

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Total Acres: N/A

Table 2 – N/A

To illustrate the totals for the water right proposed to be leased instream						
Total rate and volume by priority date, POD, use and acreage as appropriate considering the right to be leased. If not enough room below, you may add additional rows (see instructions) or attach spreadsheet (matching Table 2). Please clearly label any attachments. (cfs = cubic feet per second and af = acre-feet)						
Priority Date	POD #	Use	Total Acres	Other Information (such as conditions/limitations on the right)	Total Rate (cfs)	Total Volume (af)
Total af from storage, if applicable: _____ AF or <input type="checkbox"/> N/A						
Any additional information about the right: _____						

Table 3

Point of Diversion (POD) description: If the POD is not described on the certificate or if there is more than one POD listed on the certificate, then **the specific POD(s)** involved in the lease must be described. If not enough room below, you may add additional rows (see instructions) or attach spreadsheet (matching Table 3). Please clearly label any attachments.

POD #	Twp	Rng	Sec	Q-Q	DLC/ Gov't lot	Measured Distances, latitude/longitude coordinates, or river mile (if unknown you may indicate "unknown")
1	10-S	3-W	32	NE-NE	44	1180 feet South and 1220 feet West from NE corner, Section 32
	-	-		-		

Please check this box if you don't know the location of the POD(s) and want the Department to identify the location of the POD(s) for the purpose of the instream lease.

Instream Use Information

Table 4

Instream Use Created by the Lease						
River/ Stream Name: <u>Willamette River</u> , tributary to <u>Columbia R.</u>				River Basin: <u>Willamette</u>		
<p>Instream Portion: Use Table 4 to illustrate the instream rate, volume and instream period by priority date, POD (if more than one), Use (if more than one), and acreage as appropriate considering the right to be leased.</p> <p>If not enough room below, you may add additional rows (see instructions) or attach a spreadsheet (matching the below portion of Table 4). Please clearly label any attachments.</p>						
Priority date	POD #	Use	Acres	Proposed Instream Period	Total instream rate (cfs)	Total instream volume (af)
6/11/1943	1	Industrial	N/A	1/1 through 12/31	2.0	N/A
<p>Note: If not certain of the instream rate, volume and/or instream period, see the instructions and/or contact Department Staff for assistance. The instream rate and volume may be up to the maximum rate and duty/volume allowed by the right, as described in Table 2 or on your Certificate if leasing the entire right. The proposed instream period may be no longer than the irrigation season or the authorized period of allowed use.</p>						
<p>OR <input type="checkbox"/> Please check this box if you are not sure of the proposed rate, volume and instream period. As part of its review process, the Department will identify the appropriate instream rate, volume and period considering the water right(s) being leased and instream benefits.</p>						
Instream Reach						
<p>Proposed Instream Reach:</p> <p><input type="checkbox"/> A reach typically begins at the point of diversion (POD) and ends at the mouth of the source stream: From the POD to _____</p>				<p>Or Proposed Instream Point:</p> <p><input checked="" type="checkbox"/> Instream use protected at the POD</p>		
<p>OR <input type="checkbox"/> Please check this box if you are not sure of the proposed reach and want water to be protected within a reach below the POD, if possible. (If no reach is identified or the above box is not checked, and there is only one POD listed on the certificate, the lease may be processed to be protected at the POD.)</p>						
Additional Instream Information						
<p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> N/A Conditions to avoid enlargement or injury to other water rights, if any, or other limitations: list here <u>N/A</u></p> <p>Note: The Department may identify additional conditions to prevent injury and/or enlargement.</p>						
<p>Any additional information about the proposed instream use: <u>N/A</u></p>						

Part 3 of 4 – Water Right and Instream Use Information

Use a separate Part 3 for each water right to be leased instream

Water Right Information

Water right # 89606

Table 1

Water Right Information: Provide a description of the originating water right to be leased. Also include your tax lot number(s). Fill in all applicable information. For example, if your water right has multiple points of diversion (POD) but they're not numbered, you do not need to include a number. If not enough room below, you may add additional rows (see instructions) or attach spreadsheet (matching Table 1). Please clearly label any attachments.

<input type="checkbox"/> If only leasing a portion of the right - complete Table 1 as indicated					<input checked="" type="checkbox"/> Entirety - If the entire water right is to be leased, skip to Table 3.						
Priority Date	POD #	Twp	Rng	Sec	Q-Q	Tax Lot	Gov't Lot/DLC	Acres	USE	Previous Lease # (if any)	
EXAMPLE											
12/2/1901	3	2-S	9-E	15	NE SE	100	47	4.0	IR	IL-1100	
		-	-		-					RECEIVED	
		-	-		-					FEB 04 2022	
		-	-		-					OWRD	

Total Acres: N/A

Table 2 – N/A

To illustrate the totals for the water right proposed to be leased instream

Total rate and volume by priority date, POD, use and acreage as appropriate considering the right to be leased. If not enough room below, you may add additional rows (see instructions) or attach spreadsheet (matching Table 2). Please clearly label any attachments. (cfs = cubic feet per second and af = acre-feet)

Priority Date	POD #	Use	Total Acres	Other Information (such as conditions/limitations on the right)	Total Rate (cfs)	Total Volume (af)

Total af from storage, if applicable: _____ AF or N/A

Any additional information about the right: _____

Table 3

Point of Diversion (POD) description: If the POD is not described on the certificate or if there is more than one POD listed on the certificate, then **the specific POD(s)** involved in the lease must be described. If not enough room below, you may add additional rows (see instructions) or attach spreadsheet (matching Table 3). Please clearly label any attachments.

POD #	Twp	Rng	Sec	Q-Q	DLC/ Gov't lot	Measured Distances, latitude/longitude coordinates, or river mile (if unknown you may indicate "unknown")
1	10-S	3-W	32	NE-NE	44	1180 feet South and 1220 feet West from NE corner, Section 32
	-	-		-		

Please check this box if you don't know the location of the POD(s) and want the Department to identify the location of the POD(s) for the purpose of the instream lease.

Instream Use Information

Table 4

Instream Use Created by the Lease						
River/ Stream Name: <u>Willamette River, tributary to Columbia R.</u>				River Basin: <u>Willamette</u>		
<p>Instream Portion: Use Table 4 to illustrate the instream rate, volume and instream period by priority date, POD (if more than one), Use (if more than one), and acreage as appropriate considering the right to be leased.</p> <p>If not enough room below, you may add additional rows (see instructions) or attach a spreadsheet (matching the below portion of Table 4). Please clearly label any attachments.</p>						
Priority date	POD #	Use	Acres	Proposed Instream Period	Total instream rate (cfs)	Total instream volume (af)
11/2/1939	1	Industrial	N/A	1/1 through 12/31	1.93	N/A
<p>Note: If not certain of the instream rate, volume and/or instream period, see the instructions and/or contact Department Staff for assistance. The instream rate and volume may be up to the maximum rate and duty/volume allowed by the right, as described in Table 2 or on your Certificate if leasing the entire right. The proposed instream period may be no longer than the irrigation season or the authorized period of allowed use.</p>						
<p>OR <input type="checkbox"/> Please check this box if you are not sure of the proposed rate, volume and instream period. As part of its review process, the Department will identify the appropriate instream rate, volume and period considering the water right(s) being leased and instream benefits.</p>						
Instream Reach						
<p>Proposed Instream Reach:</p> <p><input type="checkbox"/> A reach typically begins at the point of diversion (POD) and ends at the mouth of the source stream: From the POD to _____</p>				<p>Or Proposed Instream Point:</p> <p><input checked="" type="checkbox"/> Instream use protected at the POD</p>		
<p>OR <input type="checkbox"/> Please check this box if you are not sure of the proposed reach and want water to be protected within a reach below the POD, if possible. (If no reach is identified or the above box is not checked, and there is only one POD listed on the certificate, the lease may be processed to be protected at the POD.)</p>						
Additional Instream Information						
<p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> N/A Conditions to avoid enlargement or injury to other water rights, if any, or other limitations: list here <u>N/A</u></p> <p>Note: The Department may identify additional conditions to prevent injury and/or enlargement.</p>						
<p>Any additional information about the proposed instream use: <u>N/A</u></p>						

Part 3 of 4 – Water Right and Instream Use Information

Use a separate Part 3 for each water right to be leased instream

Water Right Information

Water right # 91193

Table 1

Water Right Information: Provide a description of the originating water right to be leased. Also include your tax lot number(s). Fill in all applicable information. For example, if your water right has multiple points of diversion (POD) but they're not numbered, you do not need to include a number. If not enough room below, you may add additional rows (see instructions) or attach spreadsheet (matching Table 1). Please clearly label any attachments.

<input type="checkbox"/> If only leasing a portion of the right - complete Table 1 as indicated					<input checked="" type="checkbox"/> Entirety - If the entire water right is to be leased, skip to Table 3.					
Priority Date	POD #	Twp	Rng	Sec	Q-Q	Tax Lot	Gov't Lot/DLC	Acres	USE	Previous Lease # (if any)
EXAMPLE										
12/2/1901	3	2-S	9-E	15	NE SE	100	47	4.0	IR	IL-1100
		-	-		-					
		-	-		-					
		-	-		-					
		-	-		-					

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Total Acres: N/A

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Table 2 – N/A

To illustrate the totals for the water right proposed to be leased instream						
Total rate and volume by priority date, POD, use and acreage as appropriate considering the right to be leased. If not enough room below, you may add additional rows (see instructions) or attach spreadsheet (matching Table 2). Please clearly label any attachments. (cfs = cubic feet per second and af = acre-feet)						
Priority Date	POD #	Use	Total Acres	Other Information (such as conditions/limitations on the right)	Total Rate (cfs)	Total Volume (af)
Total af from storage, if applicable: _____ AF or <input type="checkbox"/> N/A						
Any additional information about the right: _____						

Table 3

Point of Diversion (POD) description: If the POD is not described on the certificate or if there is more than one POD listed on the certificate, then the specific POD(s) involved in the lease must be described. If not enough room below, you may add additional rows (see instructions) or attach spreadsheet (matching Table 3). Please clearly label any attachments.						
POD #	Twp	Rng	Sec	Q-Q	DLC/ Gov't lot	Measured Distances, latitude/longitude coordinates, or river mile (if unknown you may indicate "unknown")
1	10-S	3-W	32	NE-NE	44	1180 feet South and 1220 feet West from NE corner, Section 32
	-	-		-		

Please check this box if you don't know the location of the POD(s) and want the Department to identify the location of the POD(s) for the purpose of the instream lease.

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Instream Use Information

Table 4

Instream Use Created by the Lease						
River/ Stream Name: <u>Willamette River, tributary to Columbia R.</u>				River Basin: <u>Willamette</u>		
<p>Instream Portion: Use Table 4 to illustrate the instream rate, volume and instream period by priority date, POD (if more than one), Use (if more than one), and acreage as appropriate considering the right to be leased.</p> <p>If not enough room below, you may add additional rows (see instructions) or attach a spreadsheet (matching the below portion of Table 4). Please clearly label any attachments.</p>						
Priority date	POD #	Use	Acres	Proposed Instream Period	Total instream rate (cfs)	Total instream volume (af)
10/29/1982	1	IM	N/A	1/1 through 12/31	4.25	N/A
<p>Note: If not certain of the instream rate, volume and/or instream period, see the instructions and/or contact Department Staff for assistance. The instream rate and volume may be up to the maximum rate and duty/volume allowed by the right, as described in Table 2 or on your Certificate if leasing the entire right. The proposed instream period may be no longer than the irrigation season or the authorized period of allowed use.</p>						
<p>OR <input type="checkbox"/> Please check this box if you are not sure of the proposed rate, volume and instream period. As part of its review process, the Department will identify the appropriate instream rate, volume and period considering the water right(s) being leased and instream benefits.</p>						
Instream Reach						
<p>Proposed Instream Reach:</p> <input type="checkbox"/> A reach typically begins at the point of diversion (POD) and ends at the mouth of the source stream: From the POD to _____				<p>Or Proposed Instream Point:</p> <input checked="" type="checkbox"/> Instream use protected at the POD		
<p>OR <input type="checkbox"/> Please check this box if you are not sure of the proposed reach and want water to be protected within a reach below the POD, if possible. (If no reach is identified or the above box is not checked, and there is only one POD listed on the certificate, the lease may be processed to be protected at the POD.)</p>						
Additional Instream Information						
<input type="checkbox"/> Yes <input checked="" type="checkbox"/> N/A Conditions to avoid enlargement or injury to other water rights, if any, or other limitations: list here <u>N/A</u>						
<p>Note: The Department may identify additional conditions to prevent injury and/or enlargement.</p>						
<p>Any additional information about the proposed instream use: <u>N/A</u></p>						

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Term of the Lease (may be from 1 year up to 5 years):

The lease is requested to begin in: month January year 2022 and end: month December year 2026

Note: The begin month is generally the first month of the irrigation season and the end month is the last month in the irrigation season. If not an irrigation right, this would be the first and last month of your authorized period of allowed use.

Public use: Check the public use(s) this lease will serve (as defined by ORS 537.332):

- Conservation, maintenance and enhancement of aquatic, fish and wildlife, fish and wildlife habitat and any other ecological values.
- Recreation
- Pollution abatement
- Navigation

Termination provision (for multiyear leases):**The parties to the lease request (choose one):**

- a. The option of terminating the lease prior to expiration of the full term with written notice to the Department by the Lessor(s) and/or Lessee.
- b. The option of terminating the lease prior to expiration of the full term, with consent by all parties to the lease.
- c. The parties would not like to include a Termination Provision.

Additive/Replacing Relationship to other instream water rights: Instream leases are generally additive to other existing instream water rights created as a result of instream leases, transfers and/or allocations of conserved water. Since instream leases are also generally senior to other instream rights created through a state agency process or conversion of minimum flows, they generally replace a portion of these junior instream rights.

If you would like this lease to relate to other instream water rights differently, please check this box.
And attach an explanation of your intent.

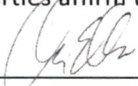
Validity of the Right(s) to be leased (check the appropriate box):

- The water right(s) to be leased have been used under the terms and conditions of the right(s) during the last five years or have been leased instream; or
- The water right(s) have not been used for the last five years according to the terms and conditions of the right(s). However, the water right(s) is not subject to forfeiture under ORS 540.610(2).
Documentation describing why the water right(s) is not subject to forfeiture is provided.

Precedent: If a right which has been leased is later proposed to be leased again or later transferred or become part of an allocation of conserved water project, a new injury review shall be required. An instream lease shall not set a precedent on a future transaction.

The undersigned declare:

1. The Lessor(s) agree during the term of this lease, to suspend use of water allowed under the subject water right(s) and under any appurtenant primary or supplemental water right(s) not involved in the lease application; and
2. The Lessor(s) certify that I/we are the water right holder(s) of the right(s) described in this instream lease application. If not the deeded landowner, I/we have provided documentation with the lease application that I/we have authorization to pursue the lease application and/or have obtained consent from the deeded landowner; and
3. All parties affirm that information provided in this lease application is true and accurate.



Signature of Lessor

Date: February 2, 2022

Printed name (and title): Clay Ellis, Senior V.P.

Business name: International Paper Company

Mailing Address (with state and zip): 6400 Poplar Avenue, Tower III, Memphis, TN 38197

Phone number (include area code): (901) 419-7918 **E-mail address: Clay.Ellis@ipaper.com

Signature of Co-Lessor

Date: _____

Printed name (and title): _____

Business/organization name: _____

Mailing Address (with state and zip): _____

Phone number (include area code): _____ **E-mail address: _____

Signature of Lessee

Date: _____

Printed name (and title): _____

Business/organization name: _____

Mailing Address (with state and zip): _____

Phone number (include area code): _____ **E-mail address: _____

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**** BY PROVIDING AN E-MAIL ADDRESS, CONSENT IS GIVEN TO RECEIVE ALL CORRESPONDENCE FROM THE DEPARTMENT ELECTRONICALLY. COPIES OF THE FINAL ORDER DOCUMENTS WILL ALSO BE MAILED TO THE LESSOR**

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Attachment A

Certificates 89604, 89606, and 91193

Application for Instream Lease - International Paper Company

STATE OF OREGON

COUNTY OF LINN

CERTIFICATE OF WATER RIGHT

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THIS CERTIFICATE ISSUED TO

INTERNATIONAL PAPER CO.
3251 OLD SALEM ROAD NE
ALBANY, OR 97321

confirms the right to use the waters of WILLAMETTE RIVER, tributary to COLUMBIA RIVER, for INDUSTRIAL USES.

This right was perfected under Permit S-20469. The date of priority is JUNE 11, 1943. The amount of water to which such right is entitled and hereby confirmed, for the purposes aforesaid, is limited to an amount actually beneficially used for said purposes, and shall not exceed 2.0 CUBIC FEET PER SECOND, or its equivalent in case of rotation, measured at the point of diversion.

The point of diversion is located as follows:

Twp	Rng	Mer	Sec	Q-Q	DLC	Measured Distances
10 S	3 W	WM	32	NE NE	44	1180 FEET SOUTH & 1220 FEET WEST FROM NE CORNER, SECTION 32

The use shall conform to such reasonable rotation system as may be ordered by the proper state officer.

The place of use is as follows:

INDUSTRIAL USES					
Twp	Rng	Mer	Sec	Q-Q	DLC
10 S	3 W	WM	28	SW NW	46
10 S	3 W	WM	28	N 1/2 SW 1/4	46
10 S	3 W	WM	28	NE SW	47
10 S	3 W	WM	29	NW NE	46
10 S	3 W	WM	29	NW NE	55
10 S	3 W	WM	29	S 1/2 NE 1/4	46
10 S	3 W	WM	29	E 1/2 NW 1/4	46
10 S	3 W	WM	29	NW 1/4	55
10 S	3 W	WM	29	SE NW	
10 S	3 W	WM	29	E 1/2 SW 1/4	46
10 S	3 W	WM	29	E 1/2 SW 1/4	
10 S	3 W	WM	29	SE SW	44
10 S	3 W	WM	29	SE 1/4	46
10 S	3 W	WM	29	S 1/2 SE 1/4	44
10 S	3 W	WM	29	S 1/2 SE 1/4	
10 S	3 W	WM	32	N 1/2 NE 1/4	44

NOTICE OF RIGHT TO PETITION FOR RECONSIDERATION OR JUDICIAL REVIEW

This is an order in other than a contested case. This order is subject to judicial review under ORS 183.482. Any petition for judicial review must be filed within the 60-day time period specified by ORS 183.482. Pursuant to ORS 183.482, ORS 536.075 and OAR 137-003-0675, you may petition for judicial review and 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.

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INDUSTRIAL USES					
Twp	Rng	Mer	Sec	Q-Q	DLC
10 S	3 W	WM	32	NW NE	
10 S	3 W	WM	32	SE NE	44
10 S	3 W	WM	32	SE NE	
10 S	3 W	WM	33	W 1/2 NW 1/4	44

The quantity of water diverted at the new point of diversion shall not exceed the quantity of water available from the original points of diversion described as follows:

Twp	Rng	Mer	Sec	Q-Q	Source
21 S	1 W	WM	31	NE SE	Culp Creek
21 S	1 W	WM	32	NW SW	Row River

Water shall be acquired from the same surface water sources as the original points of diversion.

When required by the Department, the water user shall install and maintain a headgate, an in-line flow meter, weir, or other suitable measuring device for measuring and recording the quantity of water diverted. The types and plans of the headgate and measuring device must be approved by the Department prior to beginning construction and shall be installed under the general supervision of the Department.

When required by the Department, the water user shall operate and maintain the headgate and measuring device, as needed. The water user shall report total flow figures when requested by the Watermaster. The Watermaster may operate the headgate and monitor the accuracy of the measuring device, as needed.


When required by the Department, the water user shall install and maintain a suitable device for measuring and recording the quantity of water available at the original points of diversion. The types and plans of the measuring device must be approved by the Department prior to beginning construction and shall be installed under the general supervision of the Department.

The water user shall maintain and operate fish screening or a fish by-pass device.

The right to the use of water for the purposes aforesaid is restricted to the lands or place of use herein described.

This certificate is issued to confirm changes in USE, PLACE OF USE, AND POINTS OF DIVERSION approved by an order of the Water Resources Director entered MARCH 4, 1999 at Special Order Volume 53, Page 315, approving Transfer Application T-7526, and supersedes Certificate 20829, State Record of Water Right Certificates.

Issued NOV 04 2014


 Dwight French
 Water Right Services Division Administrator, for
 Thomas M. Byler, Director
 Oregon Water Resources Department

STATE OF OREGON

COUNTY OF LINN

CERTIFICATE OF WATER RIGHT

RECEIVED

FEB 04 2022

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THIS CERTIFICATE ISSUED TO

INTERNATIONAL PAPER COMPANY
3251 OLD SALEM ROAD NE
ALBANY, OR 97321

confirms the right to use the waters of WILLAMETTE RIVER, tributary to COLUMBIA RIVER, for INDUSTRIAL USE.

This right was perfected under Permit S-14106. The date of priority is NOVEMBER 2, 1939. The amount of water to which this right is entitled is limited to an amount actually beneficially used and shall not exceed 1.93 CUBIC FEET PER SECOND, or its equivalent in case of rotation, measured at the point of diversion.

The point of diversion is located as follows:

Twp	Rng	Mer	Sec	Q-Q	DLC	Measured Distances
10 S	3 W	WM	32	NE NE	44	1180 FEET SOUTH & 1220 FEET WEST FROM NE CORNER, SECTION 32

The place of use is as follows:

INDUSTRIAL USES					
Twp	Rng	Mer	Sec	Q-Q	DLC
10 S	3 W	WM	28	SW NW	46
10 S	3 W	WM	28	N 1/2 SW 1/4	46
10 S	3 W	WM	28	NE SW	47
10 S	3 W	WM	29	NW NE	46
10 S	3 W	WM	29	NW NE	55
10 S	3 W	WM	29	S 1/2 NE 1/4	46
10 S	3 W	WM	29	E 1/2 NW 1/4	46
10 S	3 W	WM	29	NW 1/4	55
10 S	3 W	WM	29	SE NW	
10 S	3 W	WM	29	E 1/2 SW 1/4	46
10 S	3 W	WM	29	E 1/2 SW 1/4	
10 S	3 W	WM	29	SE SW	44
10 S	3 W	WM	29	SE 1/4	46
10 S	3 W	WM	29	S 1/2 SE 1/4	44
10 S	3 W	WM	29	S 1/2 SE 1/4	
10 S	3 W	WM	32	N 1/2 NE 1/4	44
10 S	3 W	WM	32	NW NE	
10 S	3 W	WM	32	SE NE	44

NOTICE OF RIGHT TO PETITION FOR RECONSIDERATION OR JUDICIAL REVIEW

This is an order in other than a contested case. This order is subject to judicial review under ORS 183.482. Any petition for judicial review must be filed within the 60-day time period specified by ORS 183.482. Pursuant to ORS 183.482, ORS 536.075 and OAR 137-003-0675, you may petition for judicial review and 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.

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INDUSTRIAL USES					
Twp	Rng	Mer	Sec	Q-Q	DLC
10 S	3 W	WM	32	SE NE	
10 S	3 W	WM	33	W 1/2 NW 1/4	44

The quantity of water diverted at the new point of diversion shall not exceed the quantity of water available from the original point of diversion described as follows:

Twp	Rng	Mer	Sec	Q-Q	Source	Description
21 S	1 W	WM	30	NW SW	Row River	30 FEET SOUTH AND 30 FEET WEST FROM SW CORNER LOT 3 (SE 1/4 NW 1/4), SECTION 30

Water shall be acquired from the same surface water source as the original point of diversion.

When required by the Department, the water user shall install and maintain a headgate, an in-line flow meter, weir, or other suitable measuring device for measuring and recording the quantity of water diverted. The types and plans of the headgate and measuring device must be approved by the Department prior to beginning construction and shall be installed under the general supervision of the Department.

When required by the Department, the water user shall operate and maintain the headgate and measuring device, as needed. The water user shall report total flow figures when requested by the Watermaster. The Watermaster may operate the headgate and monitor the accuracy of the measuring device, as needed.


When required by the Department, the water user shall install and maintain a suitable device for measuring and recording the quantity of water available at the original point of diversion. The types and plans of the measuring device must be approved by the Department prior to beginning construction and shall be installed under the general supervision of the department.

The water user shall maintain and operate fish screening or a fish by-pass device.

The right to the use of the water for the above purpose is restricted to beneficial use on place of use described. The use confirmed herein may be made only at times when sufficient water is available to satisfy all prior rights, including rights for maintaining instream flows.

This certificate is issued to confirm a change in USE, PLACE OF USE, and POINT OF DIVERSION approved by an order of the Water Resources Director entered MARCH 4, 1999, at Special Order Volume 53, Page 315, approving Transfer Application T-7526 and supersedes Certificate 68559, State Record of Water Right Certificates.

Issued NOV 04 2014


 Dwight French
 Water Right Services Division Administrator, for
 Thomas M. Byler, Director
 Oregon Water Resources Department

STATE OF OREGON

COUNTY OF LINN

CERTIFICATE OF WATER RIGHT

THIS CERTIFICATE ISSUED TO

INTERNATIONAL PAPER COMPANY
3251 OLD SALEM ROAD NE
ALBANY, OR 97321

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confirms the right to use the waters of the WILLAMETTE RIVER, a tributary to the COLUMBIA RIVER for INDUSTRIAL/MANUFACTURING USE.

This right was perfected under Permit S-47184. The date of priority is OCTOBER 29, 1982. The amount of water to which this right is entitled is limited to an amount actually used beneficially, and shall not exceed 4.25 CUBIC FEET PER SECOND, or its equivalent in case of rotation, measured at the point of diversion.

The point of diversion is located as follows:

Twp	Rng	Mer	Sec	Q-Q	DLC	Measured Distances
10 S	3 W	WM	32	NE NE	44	1180 FEET SOUTH AND 1220 FEET WEST FROM NE CORNER, SECTION 32

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

INDUSTRIAL/MANUFACTURING USE					
Twp	Rng	Mer	Sec	Q-Q	DLC
10 S	3 W	WM	29	NW NE	46
10 S	3 W	WM	29	NW NE	55
10 S	3 W	WM	29	SW NE	46
10 S	3 W	WM	29	NE NW	46
10 S	3 W	WM	29	NE NW	55
10 S	3 W	WM	29	NW NW	55
10 S	3 W	WM	29	SW NW	46
10 S	3 W	WM	29	SW NW	55
10 S	3 W	WM	29	SE NW	46
10 S	3 W	WM	29	SE NW	55
10 S	3 W	WM	29	NE SW	46
10 S	3 W	WM	29	SE SW	46

This is an order in other than a 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 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.

INDUSTRIAL/MANUFACTURING USE					
Twp	Rng	Mer	Sec	Q-Q	DLC
10 S	3 W	WM	29	SE SW	44
10 S	3 W	WM	29	NE SE	46
10 S	3 W	WM	29	NW SE	46
10 S	3 W	WM	29	SW SE	44
10 S	3 W	WM	29	SW SE	46
10 S	3 W	WM	29	SE SE	44
10 S	3 W	WM	29	SE SE	46
10 S	3 W	WM	32	NE NE	44
10 S	3 W	WM	32	NW NE	44
10 S	3 W	WM	33	NW NW	44

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This certificate describes that portion of the water right confirmed by Certificate 85736, State Record of Water Right Certificates, subsequently modified by ORS 540.520(9), specific to general industrial use change, NOT modified by the provisions of an order of the Water Resources Director entered JAN 29 2016, approving Transfer Application T-12065.

The issuance of this superseding certificate does not confirm the status of the water right in regard to the provisions of ORS 540.610 pertaining to forfeiture or abandonment.

The right to the use of the water for the above purpose is restricted to beneficial use on the lands or place of use described.

The use of water allowed herein may be made only at times when sufficient water is available to satisfy all prior rights, including prior rights for maintaining instream flows.

WITNESS the signature of the Water Resources Director, affixed JAN 29 2016.



 Dwight French, Water Right Services Administrator, for
 Thomas M. Byler, Director
 Oregon Water Resources Department

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Attachment B

Documentation of Authority to Lease Water Rights Instream
Application for Instream Lease - International Paper Company

FINAL PROOF MAP FOR INTERNATIONAL PAPER FOR INDUSTRIAL USE UNDER T-7526

LOCATED IN
SECTIONS 21, 28, 29, 32 & 33
T.10S., R.3W., W.M.
LINN COUNTY, OREGON
SCALE: 1"=1320'-0"
CITY OF MILLERSBURG

MAP AMENDED
November 9, 2012
"Attachment D"
Sale #2

ACREAGE SUMMARY

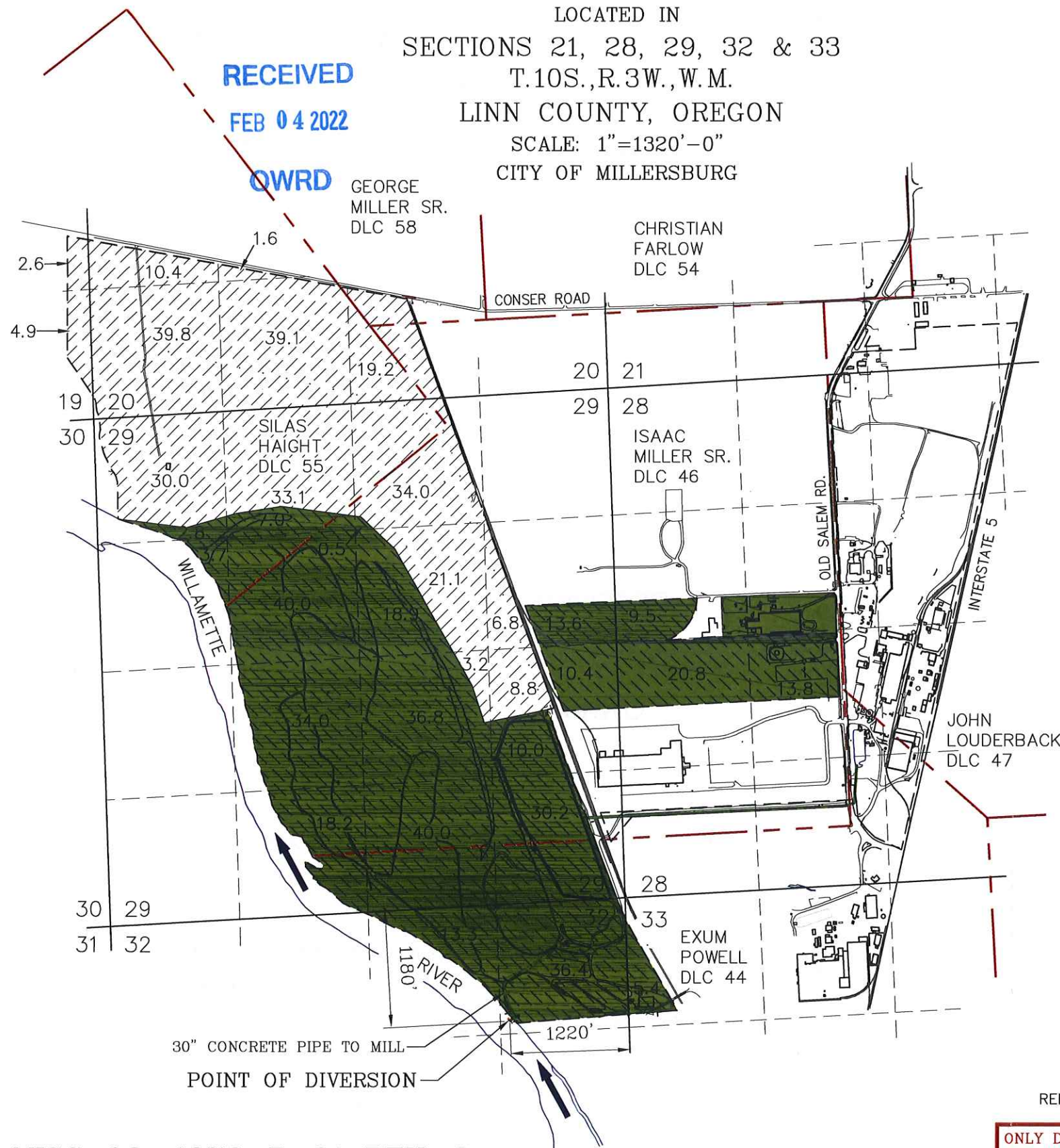
CERTIFICATE 20873 - PERMIT 20514
1.2 CFS PLACE OF USE

SECTION 19	SE 1/4, SE 1/4	4.9 ACRES DLC 55
	NE 1/4, SE 1/4	2.6 ACRES DLC 55
SECTION 20	SW 1/4, SW 1/4	39.8 ACRES DLC 55
	NW 1/4, SW 1/4	10.4 ACRES DLC 55
	SE 1/4, SW 1/4	39.0 ACRES DLC 55
		0.1 ACRES DLC 58
	NE 1/4, SW 1/4	1.6 ACRES DLC 55
	SW 1/4, SE 1/4	5.5 ACRES DLC 58
		4.1 ACRES DLC 46
		9.6 ACRES DLC 55
SECTION 29	NW 1/4, NW 1/4	30.0 ACRES DLC 55
	NE 1/4, NW 1/4	33.1 ACRES DLC 55
	NW 1/4, NE 1/4	13.8 ACRES DLC 55
		20.2 ACRES DLC 46
	SW 1/4, NE 1/4	21.1 ACRES DLC 46
	SE 1/4, NE 1/4	6.8 ACRES DLC 46
	NE 1/4, SE 1/4	8.8 ACRES DLC 46
	NW 1/4, SE 1/4	3.2 ACRES DLC 46
		254.6 ACRES

CERTIFICATE 68559 - PERMIT 14106
CERTIFICATE 20829 - PERMIT 20469
1.93 CFS & 2.0 CFS PLACE OF USE

SECTION 28	SW 1/4, NW 1/4	9.5 ACRES DLC 46
	NE 1/4, SW 1/4	13.8 ACRES DLC 46
	NW 1/4, SW 1/4	20.8 ACRES DLC 46
SECTION 29	NW 1/4, NW 1/4	2.8 ACRES DLC 55
	NE 1/4, NW 1/4	5.9 ACRES DLC 55
		1.1 ACRES DLC 46
	SW 1/4, NW 1/4	3.7 ACRES DLC 55
	SE 1/4, NW 1/4	7.1 ACRES DLC 55
		32.9 ACRES DLC 46
	NW 1/4, NE 1/4	0.5 ACRES DLC 46
	SW 1/4, NE 1/4	18.9 ACRES DLC 46
	SE 1/4, NE 1/4	13.6 ACRES DLC 46
	NE 1/4, SW 1/4	34.0 ACRES DLC 46
	SE 1/4, SW 1/4	12.6 ACRES DLC 46
		5.6 ACRES DLC 44
	NW 1/4, SE 1/4	36.8 ACRES DLC 46
	NE 1/4, SE 1/4	20.4 ACRES DLC 46
	SW 1/4, SE 1/4	20.9 ACRES DLC 46
		19.1 ACRES DLC 44
	SE 1/4, SE 1/4	14.6 ACRES DLC 46
		15.6 ACRES DLC 44
SECTION 32	NW 1/4, NE 1/4	13.3 ACRES DLC 44
	NE 1/4, NE 1/4	36.4 ACRES DLC 44
SECTION 33	NW 1/4, NW 1/4	5.4 ACRES DLC 44
		365.3 ACRES

619.9 ACRES TOTAL



LEGEND:

- = SECTION LINES
- - - = FORTY LINES
- - - = DONATION LAND CLAIM L
- - - = APPROXIMATE PROPERTY
- = 30" CONCRETE PIPE TO
- /// = AREA TO BE COVERED BY PERMIT 20514 CERT. 20873 PRIORITY DATE JAN 23, 1951 1.2 CFS 254.6 ACRES
- = AREA TO BE COVERED BY PERMIT 14106 CERT. 68559 PRIORITY DATE NOV 2, 1939 1.93 CFS
- = PERMIT 20469 CERT. 20829 PRIORITY DATE JUNE 11 1945 2.0 CFS 365.3 ACRES

Cert. 68559
superseded by
Cert. 89606

Cert. 20829
superseded by
Cert. 89604

I J. EDWARD HENRICKS, BEING DULY SWORN AS A WATER RIGHT EXAMINER LICENSE NO. 170, HAVE PREPARED THIS MAP FOR WEYERHAEUSER COMPANY ON THIS 8th DAY OF NOVEMBER, 2002 & AMENDED IT ON THE 9th DAY OF NOVEMBER 2012. THE AREAS HATCHURED REPRESENT THE AREAS APPLIED TO BENEFICIAL USE.

PREPARATION OF THIS MAP IS FOR THE PURPOSE OF IDENTIFYING THE LOCATION OF THE WATER RIGHT ONLY AND HAS NO INTENT TO PROVIDE DIMENSIONS OR LOCATION OF PROPERTY OWNERSHIP LINES.

RENEWAL DATE 6/30/13

ONLY DOCUMENTS STAMPED WITH
RED INK ARE ORIGINALS.

**ORS 540.520(9)
SB 301 LANDS**

LOCATED IN
SECTIONS 29, 32 & 33
T.10S., R.3W., W.M.
LINN COUNTY, OREGON
SCALE: 1"=1320'-0"
CITY OF MILLERSBURG

Certificate 85736
Permit S-47184
Application S-64515

"Attachment E"

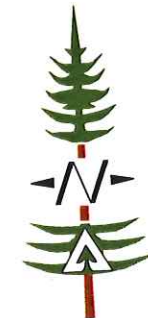
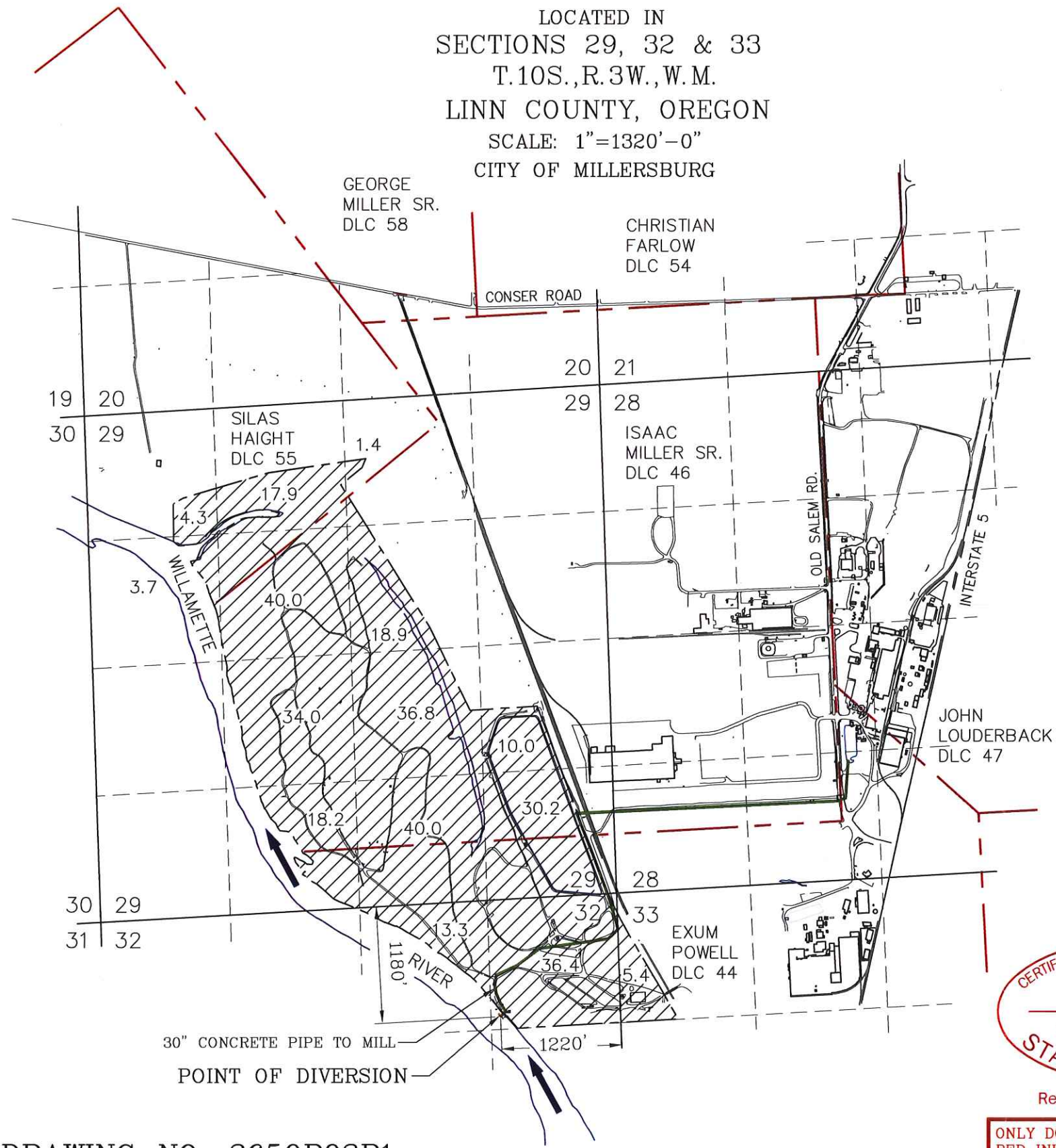
Sale #2

ACREAGE SUMMARY

**CERTIFICATE 85736 - PERMIT S-47184
12.0 CFS PLACE OF USE**

**Cert. 85736
superseded by
Cert. 91193**

SECTION 29	NW 1/4, NW 1/4	4.3 ACRES DLC 55
	NE 1/4, NW 1/4	17.9 ACRES DLC 55
	NW 1/4, NE 1/4	0.6 ACRES DLC 55
		0.8 ACRES DLC 46
	SW 1/4, NE 1/4	18.9 ACRES DLC 46
	SE 1/4, NW 1/4	7.1 ACRES DLC 55
		32.9 ACRES DLC 46
	SW 1/4, NW 1/4	3.7 ACRES DLC 55
	NE 1/4, SE 1/4	8.8 ACRES DLC 46
	NW 1/4, SE 1/4	3.2 ACRES DLC 46
	NE 1/4, SW 1/4	34.0 ACRES DLC 46
	NW 1/4, SE 1/4	36.8 ACRES DLC 46
	NE 1/4, SE 1/4	10.0 ACRES DLC 46
	SE 1/4, SE 1/4	14.6 ACRES DLC 46
		15.6 ACRES DLC 44
	SW 1/4, SE 1/4	20.9 ACRES DLC 46
		19.1 ACRES DLC 44
	SE 1/4, SW 1/4	12.6 ACRES DLC 46
		5.6 ACRES DLC 44
SECTION 32	NW 1/4, NE 1/4	13.3 ACRES DLC 44
	NE 1/4, NE 1/4	36.4 ACRES DLC 44
SECTION 33	NW 1/4, NW 1/4	5.4 ACRES DLC 44
		322.5 ACRES TOTAL



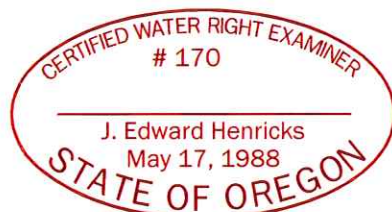
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LEGEND:

- = SECTION LINES
- - - = FORTY LINES
- · - · - = DONATION LAND CLAIM LINES
- · - · - = APPROXIMATE PROPERTY LINE
- = 30" CONCRETE PIPE TO MILL
- //// = PLACE OF USE UNDER ORS 540.520(9).

NOTE:

THIS MAP SHOWS THE PLACE OF USE UNDER 1999 SB 301 ORS 540.520(9) FOR WATER RIGHT CERTIFICATE 85736.
THIS MAP AMENDS / REPLACES THE PLACE OF USE MAP FOR CERTIFICATE 85736.
THIS RE-MAP WAS CREATED AS PART OF THE CLOSURE OF THE PAPER MILL. THE MAP WAS PREPARED FOR INTERNATIONAL PAPER TO CLARIFY WHAT WATER RIGHTS GO WITH THE LAND AS IT IS SOLD. THE PROPERTY IS BEING MARKETED AS THREE PARCELS. THE LANDS SHOWN ARE PART OF SALE #2.
I J. EDWARD HENRICKS, BEING DULY SWORN AS A WATER RIGHT EXAMINER LICENSE NO. 170, HAVE PREPARED THIS MAP FOR INTERNATIONAL PAPER ON THIS 3rd DAY OF APRIL, 2013. THE AREAS HATCHURED REPRESENT THE AREAS APPLIED TO BENEFICIAL USE.



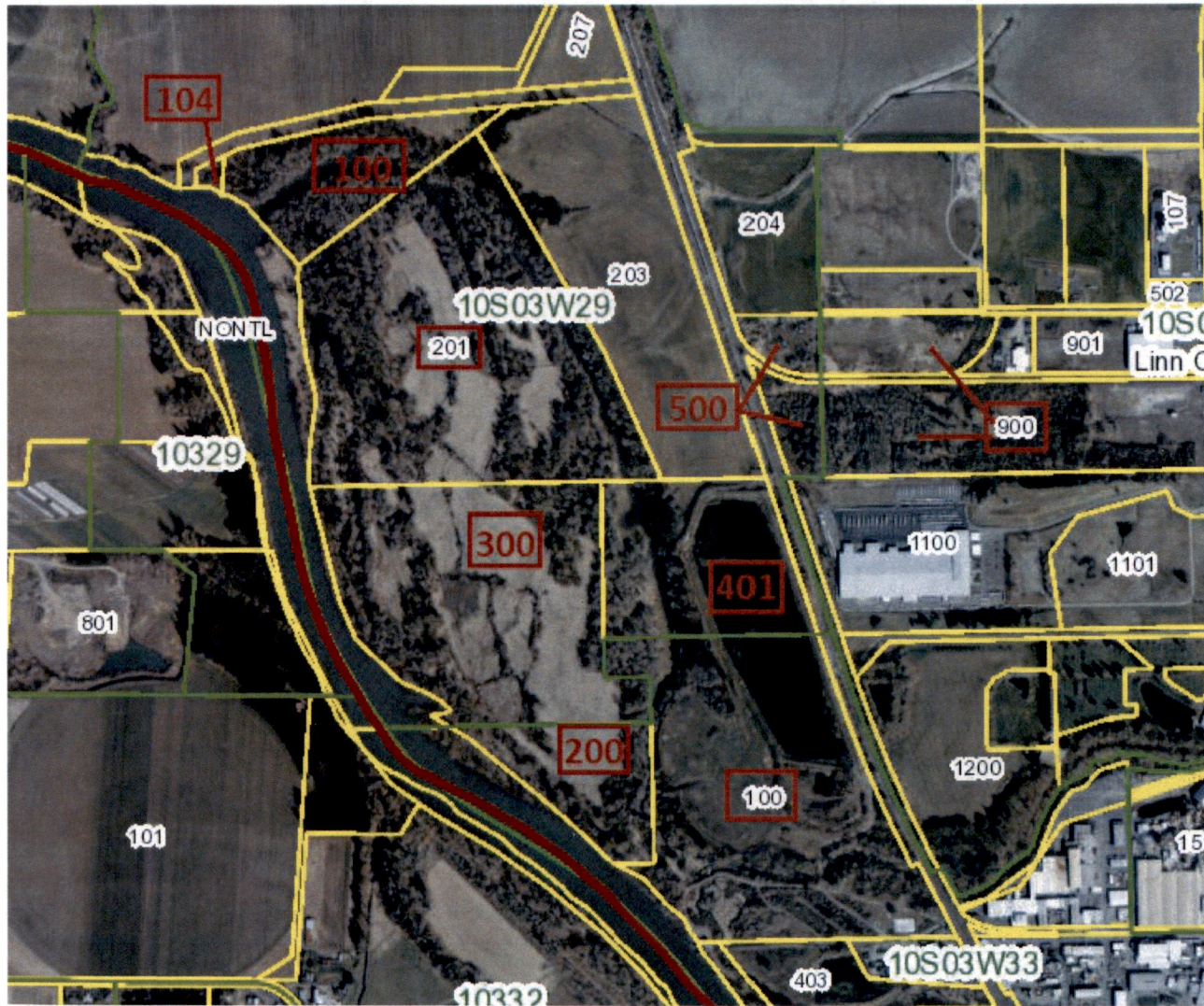
Renews: June 30, 2013

**ONLY DOCUMENTS STAMPED WITH
RED INK ARE ORIGINALS.**

PREPARATION OF THIS MAP IS FOR THE PURPOSE OF IDENTIFYING THE LOCATION OF THE WATER RIGHT ONLY AND HAS NO INTENT TO PROVIDE DIMENSIONS OR LOCATION OF PROPERTY OWNERSHIP LINES.

DRAWING NO. 3650P03R1

Tax Lots Underlying Certificates 89604 and 89606



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Tax Lots Underlying Certificate 91193



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Tax Lot Ownership – Certificates 89604, 89606, and 91193

Certificates	Map Book Location	Tax Lot	Owner	Document
89604 and 89606	10S03W28	900	Linn County	1
89604, 89606, and 91193	10S03W29	100	IP Eat Three LLC	2
89604, 89606, and 91193	10S03W29	104	IP Eat Three LLC	2
89604, 89606, and 91193	10S03W29	201	IP Eat Three LLC	2
89604, 89606, and 91193	10S03W29	300	IP Eat Three LLC	2
89604, 89606, and 91193	10S03W29	401	IP Eat Three LLC	2
89604 and 89606	10S03W29	500	Linn County	1
89604, 89606, and 91193	10S03W33	100	IP Eat Three LLC	2
89604, 89606, and 91193	10S03W33	200	IP Eat Three LLC	2

Documents demonstrating Lessor’s authority to pursue Lease

Document 1: Purchase and Sale Agreement expressly excluding water rights from Lessor’s sale of tax lots 500 and 900

Document 2: Documentation showing that all assets of IP Eat Three LLC were vested in IPC (Lessor); IP Eat Three LLC was the owner of tax lots underlying Certificates 89604, 89606, and 91193

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PURCHASE AND SALE AGREEMENT

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Linn County, Oregon

THIS PURCHASE AND SALE AGREEMENT ("Agreement"), is made and entered into this 1st day of August, 2018 (the "Effective Date"), by and between **International Paper Company**, a New York corporation, successor-by-dissolution of IP EAT THREE LLC, a Delaware limited liability company, having an address at 6400 Poplar Avenue, Memphis, Tennessee 38197 (herein collectively "Seller"), and **Miller Albany Industrial Park, LLC**, an Oregon limited liability company, having an address of 5520 SW Woods Court, Portland, Oregon 97221 ("Purchaser"). The Effective Date shall be the date in which the Agreement is fully executed.

RECITALS:

- A. Seller owns certain real, personal, and intangible property commonly known as the former Millersburg International Paper Company Mill, a portion of which is located in the City of Millersburg, State of Oregon commonly identified as the following Linn County, Oregon Assessor Nos. 10S03W280000400, 10S03W280000900, and 10S03W290000500 (collectively, the "Property"). Seller also owns adjacent property commonly identified as Linn County, Oregon Assessor Nos. 10S03W290000201, 10S03W290000300, and 10S03W290000401 ("Seller's Retained Property") that shall be retained by Seller and shall not be included in this Agreement.
- B. Purchaser desires to acquire all of the Property from Seller, and Seller is willing to sell and convey all of the Property to Purchaser, on and subject to the terms of this Agreement.

WITNESSETH:

In consideration of the mutual covenants and agreements contained herein, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Seller and Purchaser (herein collectively the "Parties" and individually/severally a "Party") agree as follows:

1. Sale and Purchase of Real Property.

Seller agrees to sell and Purchaser agrees to purchase the Property from Seller, on the terms and conditions set forth in this Agreement.

1.1 Definition of Property. The Property consists of:

- (a) all of the real property consisting of approximately 190.31 acres of land located in the City of Millersburg, County of Linn and State of Oregon, as depicted on **Exhibit "A"** and legally described in **Exhibit "B,"** which are attached hereto and made a part hereof, together with Seller's interest in and to any and all tenements, hereditaments, appurtenances,

Document 1

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and all other rights, privileges, easements, appurtenant thereto, including, but not limited to, any and all gas and mineral rights (collectively the "Land");

(b) All of the improvements currently situated on the Land, including, but not limited to all buildings, roadways, pipelines, tracks, switches and pumps (the "Improvements");

(c) All of Seller's rights (if any) in all tangible personal property located on the Land or in the Improvements and described in **Exhibit "C,"** which is attached hereto and made a part hereof (the "Personal Property"); and

(d) All of Seller's rights (if any) in all of the following intangible property now or hereafter existing with respect to the Property (the "Intangible Property"):

(i) All leases, licenses, permits (including, but not limited to, all Oregon Department of Environmental Quality (DEQ) Air Discharge Permit and Waste Water Permit (collectively the "DEQ Permits") and other agreements to occupy or use all or any part of the Land or Improvements (including, but not limited to, all railroad track side agreements or other agreements to use spur lines servicing the Land) together with, and subject to the manner in which the same are to be prorated under this Agreement, all rents, charges, deposits, and other sums due, accrued, or to become due thereunder, and all guaranties by third parties of any tenant's obligations under those leases, licenses, and other agreements;

(ii) All plans and specifications, all building permits and other permits pertaining to the construction of the Improvements and all warranties, guaranties and sureties now or hereafter received in connection with the construction of or equipment on the Improvements;

(iii) All licenses, permits, approvals, certificates of occupancy and franchises relating to the zoning, land use, ownership, operation, occupancy, construction, or maintenance of the Improvements;

(iv) All service and maintenance contracts and equipment leases in connection with or used by the Seller in the operation of the Improvements; and

(v) All interest in any adjoining spur or branch rail lines together with any and all Improvements located thereon.

Water rights shall not be included in the definition of Property, Land, Personal Property, Intangible Property or DEQ Permits and are specifically excluded from this Agreement.

1.2 Intentionally omitted.

2. Purchase Price.

The purchase price for the Property (the "Purchase Price") shall be the sum of Ten Million and 00/100 Dollars (\$10,000,000.00), and no further monetary or non-monetary consideration shall be provided. The Purchase Price shall be payable by Purchaser to Seller as follows:

Within five (5) business days of the Effective Date, Purchaser shall deposit into a designated escrow account with the following title company: First American Title Company, 777 Commercial Street SE #1001 Salem, Oregon 97301 (Attention: David Trivett, Title Officer, Phone: (541) 926-8808 - Email: dtrivett@firstam.com) ("Escrow Agent") the sum of Five Hundred Thousand and 00/100 Dollars (\$500,000.00) by check or wire transfer of immediately

Document 1

ACCEPTING THIS INSTRUMENT, THE PERSON ACQUIRING FEE TITLE TO THE PROPERTY SHOULD CHECK WITH THE APPROPRIATE CITY OR COUNTY PLANNING DEPARTMENT TO VERIFY THAT THE UNIT OF LAND BEING TRANSFERRED IS A LAWFULLY ESTABLISHED LOT OR PARCEL, AS DEFINED IN ORS 92.010 OR 215.010, TO VERIFY THE APPROVED USES OF THE LOT OR PARCEL, TO VERIFY THE EXISTENCE OF FIRE PROTECTION FOR STRUCTURES AND TO INQUIRE ABOUT THE RIGHTS OF NEIGHBORING PROPERTY OWNERS, IF ANY, UNDER ORS 195.300, 195.301 AND 195.305 TO 195.336 AND SECTIONS 5 TO 11, CHAPTER 424, OREGON LAWS 2007, AND SECTIONS 2 TO 9 AND 17, CHAPTER 855, OREGON LAWS 2009, AND SECTIONS 2 TO 7, CHAPTER 8, OREGON LAWS 2010.

IN WITNESS WHEREOF, this Agreement was executed and shall become effective as of the Effective Date.

[Signature Page Follows]

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SELLER:

INTERNATIONAL PAPER COMPANY

By: William Kidwell

Name: WILLIAM R. KIDWELL

Title: DIRECTOR - GLOBAL REAL ESTATE SERVICES

Date: 01/2018

PURCHASER:

MILLER ALBANY INDUSTRIAL PARK, LLC

By: Pat Lockhart

Name: Pat Lockhart

Title: Manager

Date: 7-31-2018

Schedule of Exhibits:

- Exhibit A: Depiction of the Property
- Exhibit B: Legal Description of the Property
- Exhibit C: Schedule of Personal Property
- Exhibit D: Intentionally Omitted
- Exhibit E: Schedule of Encumbrances
- Exhibit F: Form of Special Warranty Deed
- Exhibit G: Schedule of Property Documents

Document 1

Exhibit A: Depiction of the Property



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Document 1

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Exhibit B: Legal Description of the Property

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Real property in the County of Linn, State of Oregon, described as follows:

PARCEL I:

TRACT A:

BEGINNING AT A POINT SOUTH 1° 09' EAST 318.12 FEET FROM THE SOUTHEAST CORNER OF THE CHRISTIAN FARLOW DONATION LAND CLAIM NO. 54, TOWNSHIP 10 SOUTH, RANGE 3 WEST OF THE WILLAMETTE MERIDIAN, LINN COUNTY, OREGON; THENCE NORTH 88° 50' EAST 1051.53 FEET TO A POINT ON THE WESTERLY RIGHT OF WAY LINE OF THE SOUTHERN PACIFIC RAILROAD; THENCE SOUTH 14° 15' WEST ALONG THE SAID WESTERLY RIGHT OF WAY LINE 5082.80 FEET TO ITS INTERSECTION WITH THE SOUTHERLY RIGHT OF WAY LINE OF COUNTY ROAD NO. 308; THENCE NORTH 74° 55' WEST ALONG SAID SOUTHERLY RIGHT OF WAY LINE 37.84 FEET; THENCE SOUTH 88° 51' WEST 416.17 FEET; THENCE NORTH 17° 20' WEST 344.52 FEET TO THE SOUTHEAST CORNER OF THE ISAAC MILLER SR., DONATION LAND CLAIM NO. 46 IN SAID TOWNSHIP AND RANGE; THENCE NORTH 1° 09' WEST ALONG THE EAST LINE OF SAID CLAIM NO. 46, 4329.72 FEET; THENCE NORTH 88° 50' EAST 926.0 FEET TO A ¾ INCH PIPE; THENCE NORTH 1° 09' WEST 710.16 FEET TO THE POINT OF BEGINNING.

SAVE AND EXCEPT THAT PORTION OF THE ABOVE DESCRIBED TRACT OF LAND LYING WITHIN THE BOUNDARIES OF PUBLIC ROADS AND HIGHWAYS.

SAVE AND EXCEPT THAT PORTION OF THE ABOVE DESCRIBED PROPERTY CONVEYED TO THE STATE OF OREGON, BY AND THROUGH ITS STATE HIGHWAY COMMISSION, FOR ROADWAY PURPOSES, RECORDED JANUARY 17, 1945, IN VOLUME 167, PAGE 113, DEED RECORDS FOR LINN COUNTY, OREGON.

SAVE AND EXCEPT THAT PORTION OF THE ABOVE DESCRIBED PROPERTY CONVEYED TO THE STATE OF OREGON, BY AND THROUGH ITS STATE HIGHWAY COMMISSION, FOR ROADWAY PURPOSES, RECORDED OCTOBER 30, 1956, BOOK 251, PAGE 434, DEED RECORDS FOR LINN COUNTY, OREGON.

SAVE AND EXCEPT THAT PORTION OF THE ABOVE DESCRIBED PROPERTY CONVEYED TO SOUTHERN PACIFIC COMPANY, RECORDED MARCH 11, 1964, BOOK 300, PAGE 447, DEED RECORDS FOR LINN COUNTY, OREGON.

SAVE AND EXCEPT THAT PORTION OF THE ABOVE DESCRIBED PROPERTY CONVEYED TO LINN COUNTY, FOR ROADWAY PURPOSES, RECORDED APRIL 18, 1977, VOLUME 162, PAGE 971, MICROFILM RECORDS FOR LINN COUNTY, OREGON.

SAVE AND EXCEPT THAT PORTION OF THE ABOVE DESCRIBED PROPERTY CONVEYED TO LINN COUNTY, FOR ROADWAY PURPOSES, RECORDED DECEMBER 2, 1998, VOLUME 992, PAGE 457, MICROFILM RECORDS FOR LINN COUNTY, OREGON.

TRACT B:

BEGINNING AT A POINT ON THE EAST LINE OF THE ISAAC MILLER, SR. DONATION LAND CLAIM NO. 46 IN TOWNSHIP 10 SOUTH, RANGE 3 WEST OF THE WILLAMETTE MERIDIAN, LINN COUNTY, OREGON, NORTH 1° 09' WEST 204.0 FEET FROM THE SOUTHEAST CORNER OF SAID CLAIM; THENCE NORTH 1° 09' WEST ALONG SAID EAST LINE 60.00 FEET; THENCE SOUTH 88° 54' WEST PARALLEL WITH THE SOUTH LINE OF SAID CLAIM 2524.16 FEET MORE OR LESS, TO A POINT ON THE EASTERLY LINE OF THE RIGHT OF WAY OF THE OREGON ELECTRIC RAILROAD; THENCE SOUTH 18° 19' EAST ALONG SAID EASTERLY LINE 62 FEET MORE OR LESS, TO A POINT WHICH BEARS SOUTH 88° 54' WEST FROM THE POINT OF BEGINNING; THENCE NORTH 88° 54' EAST TO THE POINT OF BEGINNING.

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SAVE AND EXCEPT THAT PORTION OF THE ABOVE DESCRIBED PROPERTY CONVEYED TO LINN COUNTY, OREGON FOR ROADWAY PURPOSES, RECORDED APRIL 18, 1977, IN VOLUME 162, PAGE 971, MICROFILM RECORDS FOR LINN COUNTY, OREGON.

TRACT C:

BEGINNING AT THE SOUTHEAST CORNER OF THE ISAAC MILLER DONATION LAND CLAIM NO. 46; THENCE NORTH 1° 11' 47" WEST 262.63 FEET; THENCE SOUTH 88° 54' WEST 2226.47 FEET TO THE TRUE POINT OF BEGINNING; THENCE SOUTH 88° 54' WEST 300.31 FEET; THENCE SOUTH 18° 19' EAST 249.94 FEET; THENCE NORTH 42° 22' 18" EAST 328.97 FEET TO THE POINT OF BEGINNING.

TRACT D:

AN EASEMENT FOR CONSTRUCTION, MAINTENANCE, OPERATION AND REPAIR OF PIPE LINES AND PUMPING STATION AS CREATED BY THAT INSTRUMENT RECORDED DECEMBER 2, 1954 IN BOOK 240, PAGE 507, AND IN BOOK 240, PAGE 511, IN LINN COUNTY, OREGON

AND

AN EASEMENT FOR UNDERGROUND PIPELINE AS CREATED BY INSTRUMENT RECORDED FEBRUARY 27, 1996 IN BOOK 789, PAGE 600, IN LINN COUNTY, OREGON.

PARCEL II:

A TRACT OF LAND SITUATED IN THE CITY OF MILLERSBURG, COUNTY OF LINN AND STATE OF OREGON, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A 5/8 IN IRON ROD ON THE WESTERLY RIGHT-OF-WAY LINE OF COUNTY ROAD NO. 367, SAID IRON ROD BEING 264.00 FEET NORTH 1° 11' 50" WEST AND 30.00 FEET SOUTH 88° 50' 53" WEST FROM THE SOUTHEAST CORNER OF THE ISAAC MILLER SR. DONATION LAND CLAIM NO. 46 IN SECTION 28, TOWNSHIP 10 SOUTH, RANGE 3 WEST OF THE WILLAMETTE MERIDIAN IN LINN COUNTY, OREGON; RUNNING THENCE SOUTH 88° 54' 00" WEST 2513.26 FEET TO A 1/2 INCH IRON ROD; THENCE NORTH 18° 22' 20" WEST ALONG THE EASTERLY RIGHT-OF-WAY LINE OF THE OREGON ELECTRIC RAILWAY 2255.86 FEET TO A 2 INCH ANGLE IRON; THENCE NORTH 89° 24' 02" EAST, 1650.80 FEET; THENCE SOUTH 0° 55' 50" EAST 5.87 FEET; THENCE NORTH 89° 38' 35" EAST, 117.62 FEET; THENCE ALONG A 474.28 FOOT RADIUS CURVE RIGHT 573.72 FEET (LONG CHORD WHICH BEARS SOUTH 38° 23' 23" WEST, 539.38 FEET) TO A 3/4 INCH IRON PIPE; THENCE SOUTH 89° 20' 15" EAST, 580.34 FEET TO A 5/8 INCH IRON ROD; THENCE NORTH 89° 24' 39" EAST 1174.08 FEET TO A 3/4 INCH BOLT ON THE WESTERLY RIGHT-OF WAY LINE OF COUNTY ROAD NO. 367; THENCE SOUTH 01° 11' 47" EAST, ALONG SAID WESTERLY RIGHT-OF-WAY LINE 1708.39 FEET TO THE POINT OF BEGINNING.

SAVE AND EXCEPT THAT PORTION OF THE ABOVE DESCRIBED PROPERTY DEEDED TO LINN COUNTY IN VOLUME 992, PAGE 455, DECEMBER 2, 1998, LINN COUNTY DEED RECORDS;

IP EAT THREE LLC

**Instrument of Consent of the Sole Member
To Action for Voluntary Dissolution**

The undersigned, being the sole member of IP EAT Three LLC, a limited liability company organized and existing under the laws of the State of Delaware (the "Company"), does hereby waive its entitlement to notice of meeting and does hereby consent and agree, in accordance with the Delaware Limited Liability Company Act, to the following actions:

WHEREAS, it is deemed advisable and for the benefit of the Company that it be liquidated and dissolved,

NOW, THEREFORE, BE IT

RESOLVED, that the plan of liquidation pursuant to the applicable provisions of the Internal Revenue Code hereby is formulated to effect such liquidation and dissolution of the Company in accordance with the following resolutions; and further


RESOLVED, that Michelle R. King is hereby authorized and directed to file a Certificate of Cancellation, in accordance with Delaware law, with the Secretary of State of Delaware; and further

RESOLVED, that all of the property and assets of the Company, subject to its indebtedness, obligations and liabilities, be distributed to and vest in International Paper Company, a New York corporation (the "Parent Company"), as a liquidating distribution in complete cancellation of all of the outstanding indebtedness, obligations and liabilities, such distribution to be effective no later than December 31, 2008 at 11:59 PM; and further

RESOLVED, that the officers of the sole member of the Company hereby are authorized and directed to pay all such fees and taxes and to do or cause to be done such further acts and things including, without limitation, the execution of deeds, bills of sale, and other documents of transfer, as they may deem necessary or proper in order to carry out the liquidation and dissolution of the Company and fully to effectuate the purposes of the foregoing resolutions.

Dated as of November 17, 2008.

International Paper Company


Errol Harris, Vice President and Treasurer

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CANCELLATION OF "IF EAT THREE LLC", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF NOVEMBER, A.D. 2008, AT 4:29 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CANCELLATION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2008, AT 11:59 O'CLOCK P.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6992696

DATE: 12-01-08

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You may verify this certificate online at corp.delaware.gov/authver.shtml

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State of Delaware
Secretary of State
Division of Corporations
Delivered 04:28 PM 11/23/2008
FILED 04:28 PM 11/23/2008
SNV 081146108 - 4574794 FILE

STATE OF DELAWARE
CERTIFICATE OF CANCELLATION
OF
IP EAT THREE LLC

1. The name of the limited liability company is IP EAT THREE LLC.
2. The Certificate of Formation of IP EAT THREE LLC was filed on July 14, 2008.
3. The date the cancellation of IP EAT THREE LLC was authorized is November 17, 2008, and is to be effective as of December 31, 2008, at 11:59 p.m.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Cancellation this 25th day of November 2008.

/s/ Michelle R. King
Michelle R. King, Authorized Person



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February 2, 2022

Sarah Henderson
Oregon Water Resources Department
725 Summer Street NE, Suite A
Salem, OR 97301

RE: Application for an Instream Lease for Certificates 89604, 89606, and 91193 - International Paper

Dear Ms. Henderson:

International Paper Company (IPC) is the holder of Certificates 89604, 89606, and 91193, and is submitting the enclosed application to lease these certificates instream. IPC is requesting that the instream lease begin January 1, 2022, and that the rights be leased instream for five years at their point of diversion.

IPC is not identified in the Lin County tax assessor records as the deeded landowner of the tax lots underlying the three certificates' authorized places of use. Documentation of IPC's authority to pursue the lease is provided in Attachment B. The attachment includes maps of the authorized places of use for the water rights, and maps of the tax lots associated with those places of use. Also provided is a table of tax lot ownership that shows that the tax lots in question are either owned by Linn County or IP Eat Three LLC, according to tax assessor records. Finally, supporting documentation shows that water rights were expressly excluded from IPC's sale of property to Linn County, and that the assets of IP Eat Three LLC have been vested in IPC. Therefore, IPC holds Certificates 89604, 89606, and 91193, and concurrence from the deeded landowners is not required for IPC to pursue this lease.

If you have any questions regarding the enclosed application, please contact me at 541-257-9004. Please copy both me and Clay Ellis on any correspondence regarding this application. Our contact information is provided below:

Kimberly Grigsby
GSI Water Solutions, Inc.
1600 SW Western Blvd., Suite 240
Corvallis, OR 97333
kgrigsby@gsiws.com

Clay Ellis, Senior Vice President
International Paper Company
6400 Poplar Avenue, Tower III
Memphis, TN 38197
Clay.Ellis@ipaper.com

Sincerely,

A handwritten signature in blue ink that reads "Kimberly Grigsby". The signature is written in a cursive, flowing style.

Kimberly Grigsby
Principal Water Resources Consultant

Enclosures: Application for an Instream Lease
Check in the amount of \$410.00