



CERTIFICATE OF AMENDMENT
OF

INSTITUTE CANAL COMPANY

I PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that duplicate originals of Articles of Amendment to the Articles of Incorporation of INSTITUTE CANAL COMPANY

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 Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles of Amendment.

Dated December 4, 19 87



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

INSTITUTE CANAL COMPANY

WEISER, IDAHO
Dec. 2, 1987

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STATE OF IDAHO
Secretary of State
Boise, Idaho

Dear Sir:

The following information is submitted to change the by-laws of the Institute Canal Company Inc.

ARTICLES of AMENDMENT:

INSTITUTE CANAL COMPANY

This amendment is to alter Section III of the original articles of incorporation which read as follows: " Section III, The term for which it is to exist is fifty years from it's incorporation."

The said Section III as amended will read as follows:
The term for which it is to exist is , Perpetual.

A meeting of the stockholders of the Institute Canal Co. Inc. was held May,1, 1987.
Those present were, L.C. Cheney, 204 shares; Douglas Mc Ginnis, 200.4 shares; Robert Parsons, 120 shares; Ed Bartoschek, 30 shares and Wayne Johnson, 60 shares. The Institute Canal Company Inc. was incorporated with a total of 800 shares. Members were present representing 614.4 shares of the company which was a quorum.

A motion was made by Robert Parsons and seconded by Douglas McGinnis that Section III of the Articles of Incorporation be changed to read , "perpetual", motion carried with no dissenting votes,

Douglas McGinnis
Vice President

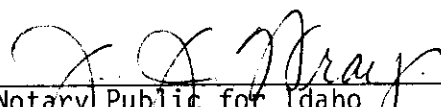
Wayne Johnson
Secretary

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STATE OF IDAHO)
) SS
COUNTY OF Washington

I, J. J. WRAY, a notary public, do hereby
certify that on this 2nd day of December, 1987,
personally appeared before me WAYNE JOHNSON, who, being by me
first duly sworn, declared that he is the Secretary of
INSTITUTE CANAL COMPANY,
that he signed the foregoing document as Secretary of
the corporation, and that the statements therein contained are true.

(Notarial Seal)


Notary Public for Idaho
Residing at: Weiser, Idaho
My Commission Expires: June 1988