

ARTICLES OF INCORPORATION

of the

TWIN FALLS CANAL COMPANY

KNOW ALL MEN BY THESE PRESENTS: That the undersigned have formed and by these presents do form an incorporation under and pursuant to the provisions of Chapter 1, Title IV of the *Civil Code* the Revised Codes of Idaho, and acts amendatory thereof, and for that purpose do agree as follows, to-wit:

ARTICLE I

The parties to this agreement and their respective places of residence are as follows, to-wit:

Fred A. Voigt, Twin Falls, Idaho.

Mark A. Coffin, Twin Falls, Idaho.

H. O. Milner, Twin Falls, Idaho.

W. O. Taylor, Twin Falls, Idaho.

Twin Falls Land and Water Company, a corporation under the laws of Utah, of Salt Lake City, Utah.

ARTICLE II

The name of the corporation hereby formed is "TWIN FALLS CANAL COMPANY".

ARTICLE III

The purposes for which this corporation is formed are to own, hold, maintain, and operate a certain canal and a dam across Snake River, in Idaho, connected therewith, which said dam is now
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constructed and is located at "The Cedars", near the section line dividing sections 28 and 29 in Township 10 South, Range 21 East of the Boise Meridian, and which canal and its subdivisions are to extend on the southerly side of Snake River, for the purpose of diverting water from said Snake River; also for the purpose of acquiring from the Twin Falls Land and Water Company all and singular its rights to the appropriation of water made by said last named corporation for use on the south side of said river; also to acquire, hold, maintain, and distribute among its stockholders and others equally and ratably the water diverted from said Snake River by and through said dam and canal and pursuant to the appropriation aforesaid, and for that purpose to fix, charge and collect from its said stockholders and others using the waters so furnished by it or entitled to use the same, reasonable tolls, rentals, maintenance or service charges, in such manner as may be determined by regulations or by-laws adopted for that purpose, or by means of assessments levied upon its stock in accordance with the laws of the State of Idaho; to regulate, control and distribute to its various share holders in accordance with their respective holdings, and to others entitled thereto the waters furnished through its various irrigation works, including the laterals from its main canal; to determine and fix the parcel or parcels of land to which the water furnished any stockholder or other person shall be appurtenant; to construct, maintain, and operate, for the benefit of its stockholders and others, storage reservoirs for the impounding of waters appropriated by it; to construct, purchase or lease, and maintain a telephone system to be used in the proper conduct of its business; to manage, lease and dispose of all other uses to which the water in said canal system may be devoted, including power and mining purposes; to buy, own, hold, lease, and dispose of such real and personal property as may be necessary or expedient for the proper conduct.

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duct of its business; to commence, prosecute or defend suits, to determine water rights affecting said canal system or the lands covered thereby, or for any and all other purposes; to assess, fix, charge, and collect from its stockholders and others entitled to the use of water from or through its canal system, tolls, rentals, assessments, maintenance charges and expenses for the delivery of water and in conducting the business affairs of said corporation, based upon the number of shares of stock held by each person or proportioned to the amount of water used or owned by any party entitled to use water from or through said canal system, or by both such methods, or by assessments upon the capital stock levied in accordance with the laws of the State of Idaho, or such other method as may be prescribed by the By-laws of said corporation, and to provide the manner of collecting the same and the penalty to attach for non-payment thereof, and generally to do any and all things necessary and proper to be done in conducting the business or supplying to its stockholders, and others, water for irrigation and domestic purposes.

And this corporation shall have power to borrow money and to execute or negotiate notes, bonds, or other obligations, for the payment of money for the purpose of raising revenues to defray the expense of the management, maintenance, and operation of its canal system.

ARTICLE IV.

The place where its principal business is to be transacted, and the place where the meetings of its stockholders shall be held is Twin Falls, Idaho; but offices may be maintained for the transaction of its financial business at other places, designated from time to time by the board of directors.

ARTICLE V

The term for which this corporation shall exist is 3

fifty (50) years.

ARTICLE VI

The business of this corporation shall be managed and its affairs conducted by a board of five (5) directors, who shall appoint from their own number the following officers, to-wit: A President, a Vice President, a Secretary, and a Treasurer. One person may hold the office of Secretary and Treasurer.

For the first year and until their successors are duly elected and qualified the following named persons shall be directors of this corporation, viz: A. C. Milnor, H. C. Milner, Fred A. Voigt, Mark A. Coffin, and *W.O. Taylor*.

The Board of Directors of this corporation may appoint an executive committee of its members, equal in number to at least one-third of the number of its directors, and such committee shall have all the powers, rights and privileges of the said Board of Directors.

ARTICLE VII

The capital stock of the corporation shall be Two Hundred Forty Thousand (\$240,000) Dollars, divided into two hundred forty thousand shares of the par value of One (\$1.00) per share.

The amount thereof actually subscribed and the number of shares subscribed by each of the subscribers, are as follows:

A. C. Milnor	1 share	1.00
Fred A. Voigt	1 share	1.00
Mark A. Coffin	1 "	1.00
H. C. Milner	1 "	1.00
<i>W.O. Taylor</i>	1 "	1.00
Lwin Falls Land and Water Co.		
	239,995 shares	239,995.00
	<u>240,000</u>	<u>240,000.00</u>

IN WITNESS WHEREOF the parties first above named hereunto set their hands and the said Lwin Falls Land and Water Company has caused this instrument to be signed by its Secretary, with its corporate
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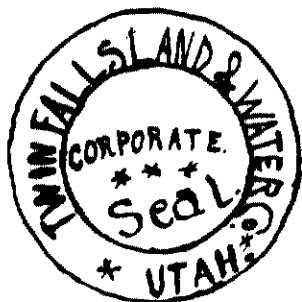
seal hereunto affixed this 25th day of September, 1909.

Fred A. Voigt

Mark A. Coffin

H. C. Milner

W. O. Taylor



TWIN FALLS LAND AND WATER COMPANY

By Fred A. Voigt
Secretary.

STATE OF IDAHO

ss.

COUNTY OF TWIN FALLS.

On this 21st day of September, 1909, before me a
Notary Public in and for said State and county, personally
appeared Fred A. Voigt, Mark A. Coffin, H.O. Milner, and
M. O. Taylor, known to me to be the persons whose names are
subscribed to the foregoing Articles of Incorporation, and each
acknowledged to me that he executed the same.

And also personally appeared before me, at the same
time, Fred A. Voigt, personally known to me to be the Secretary of
the said Twin Falls Land and Water Company, the corporation that
executed the foregoing articles of Incorporation and acknowledged
to me that such corporation executed the same.

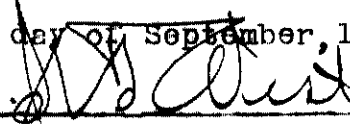
IN WITNESS WHEREOF, I have hereunto subscribed my name
and affixed my notarial seal at Twin Falls, Idaho, the date last
above written.

(Seal) Grace A. Kiersted,
(Grace A. Kiersted) Notary Public in and for Twin Falls County,
(NOTARY PUBLIC,) Idaho.
(My commission expires) My Commission expires July 3, 1911.
(July 3, 1911.)
(Twin Falls County,)
(IDAHO.)

STATE OF IDAHO,)
 : ss.
COUNTY OF TWIN FALLS,)

I, H. T. West, Clerk of the District Court of the Fourth
Judicial District of the State of Idaho, in and for Twin Falls
County and ex-officio County Recorder for said Twin Falls County,
do hereby certify that the above and foregoing is a full, true
and correct copy of the articles of incorporation of the Twin
Falls Canal Company, the original of which was this day filed in
my office.

In witness whereof I hereunto subscribe my name and af-
fix my seal of office this 27th day of September, 1909.



County Recorder.