



DEPARTMENT OF STATE

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

I, **GEO. H. CURTIS**, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the

THE WEST LA BULE IRRIGATION COMPANY LIMITED
a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed
in this office on the **Twenty-third** day of **February** 193**8**,

original articles of amendment, as provided by Section 4203A, 4203B, and 4203C, Idaho Code, amended and changed, Idaho Code, amended and changed, the capital stock of the corporation for a term of thirty years from this date and increasing the authorized capital stock from \$100,000 to \$1,000,000, divided into 1,000 shares of the par value of \$1,000 each.

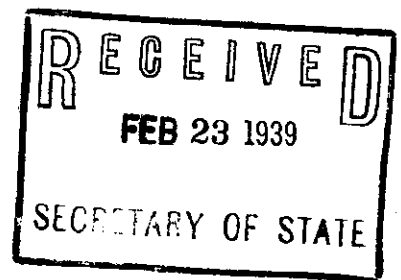
and that the said articles of amendment contain the statement of facts required by law, and are recorded in Book A- **50** of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the corporate existence has been extended for a term of thirty years from this date and the capital stock increased from \$100,000 to \$1,000,000.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed
the Great Seal of the State. Done at Boise City,
the Capital of Idaho, this **Twenty-third** day
of **February**, in the year of our Lord
one thousand nine hundred thirty-**eight**,
and of the Independence of the United States of
America the One Hundred **thirty-eighth**.

Secretary of State.

C. A. BANDEL
ATTORNEY-AT-LAW
RIGBY, IDAHO



Feb. 22, 1939.

Mr. Geo. H. Curtis,
Sec'y of State
Boise, Idaho.

Dear Mr. Curtis:-

Re: West Labelle Irrig. Co., Ltd.

I have yours of the 20th inst., acknowledging receipt of the three copies of Amendment to articles of incorporation, and I can readily see how the matter of number of shares reduced from 760 to 690 $\frac{1}{4}$ is confusing to you.

The situation is this: This being an irrigation company with its property consisting of irrigation water it originally possessed sufficient water so that its shares aggregated 760. Since that time water has been sold out of the company and transferred to other canal companies down to the point where under the old corporation only 690 $\frac{1}{4}$ shares remained in the corporation. This 690 $\frac{1}{4}$ shares now represents 5466 inches of irrigation water remaining in the canal company. The stockholders decided that it would simplify matters to amend the articles from the present 690 $\frac{1}{4}$ shares to read 5466 shares, so that one share would represent exactly one inch of water. This explanation will no doubt clarify the matter for you.

I am inclosing to you my check for \$11.80 to cover your filing fee, recording and issuance of Certificate.

Thanking you, I am,

Very truly yours,

A handwritten signature in cursive script, appearing to read "C. A. Bandel".

AMENDED ARTICLES OF INCORPORATION OF

THE WEST LABELLE IRRIGATION COMPANY, LIMITED, a corporation.

WHEREAS The West Labelle Irrigation Company, Limited, a corporation, of Labelle, Idaho, was incorporated under the laws of the State of Idaho on or about December 31st, 1901, and

WHEREAS said articles of incorporation were recorded on December 31st, 1901, in Book B of Incorporations, on page 76, of Fremont County, Idaho, records, and subsequently transcribed into the Jefferson County Records into Book 42 of Articles of Corporations, at page 20, and,

WHEREAS, by proceedings duly had at a regular annual stockholders meeting of said corporation at its principal and regular place of business, held on the 5th day of March, 1938, after due and legal notice had been given to all stockholders of said corporation, the term of the corporate existence of said corporation was extended for a period of fifty years by a vote of said stockholders representing more than two-thirds of the capital stock of said corporation, and

WHEREAS, by proceedings duly had at said time and place, the number of shares of stock and the par value of the shares of stock of The West Labelle Irrigation Company, Limited, a corporation, was changed from 690 $\frac{1}{2}$ shares of the par value of \$5.00 each to 5466 shares of the par value of \$ 1.00 each, so that the authorized capital stock shall be, as heretofore, ~~\$5466.00~~; notice of the express objects and purposes of said meeting having been given each stockholder, as by law provided :

NOW, THEREFORE, KNOWN ALL MEN BY THESE PRESENTS:

THAT we, the undersigned stockholders of The West Labelle Irrigation Company, Limited, a corporation, more than two-thirds of whom are citizens of the United States of America, and representing more than two-thirds of the issued and outstanding capital stock of the said The West Labelle Irrigation Company, Limited, pursuant to written notice personally delivered to us, in the manner provided by law for the purposes and objects of the above

mentioned meeting of stockholders, have this day assembled ourselves together in regular annual stockholders meeting for the purpose of amending our existing Articles of Incorporation, extending the term of the corporate existence of our corporation and increasing ^{the number of shares of} ~~1/2~~ capital stock, and to this end have deemed it proper and necessary and to the best interests of all parties hereto, including the best interests of said corporation;

DO HEREBY CERTIFY:

THATthe Articles of Incorporation of The West Labelle Irrigation Company, Limited, a corporation, of Labelle, Idaho, filed by said corporation on December 31st, 1901, in Book B of Incorporations, on page 76 of the Fremont County, Idaho, records, and subsequently transcribed into Book 42, at page 20, of Articles of Corporations, of the Jefferson County, Idaho, records, are hereby amended and enlarged and that the following is now the articles of incorporation of said The West Labelle Irrigation Company, Limited, a corporation:

I.

That the name of said corporation shall be and remain "THE WEST LABELLE IRRIGATION COMPANY, LIMITED.

II.

That the purposes for which said corporation is formed are:

A. By amendment and reincorporation, take over, by merger, reincorporation, as well as by all other lawful means all of the assets, rights, privileges, franchises, property, both real and personal, of every kind and character and description now owned by said The West Labelle Irrigation Company, Limited, a corporation, and to conduct as said company under the same name whether as the successor in interest or by merger or by amendment to the existing articles of incorporation of said company.

B. The building and construction of ditches, dams, headgates, and all other things necessary, for the proper conducting of irrigation water to and upon lands of the incorporators for irrigation and domestic purposes; which said lands of the incorporators irrigated under this company lying wholly and entirely within the boundaries of what is now Jefferson County, Idaho; to construct or otherwise acquire, to own, manage, control or otherwise operate canals and irrigation systems in Jefferson County, and particularly that certain canal and irrigation system as it now exists and is known as The West Labelle Irrigation Company, Limited,, and which said canal takes its irrigation water from the South Fork of Snake River, in Idaho, through a portion of and in connection with the Canal owned and operated by and in conjunction with the Long Island Irrigation Company, a corporation, of Menan, Idaho.

C. To acquire, by purchase or otherwise, title to all real property that may be necessary in the furtherance of and to conduct the business of this corporation, and to pledge and mortgage such property and to dispose of any and all property, both real and personal, owned by the said corporation, which is not required for its own use.

D. To acquire by purchase, assignment, appropriation, or otherwise, water rights of all kinds and descriptions and to hold, use, pledge, sell or transfer water rights of all kinds and description.

E. To conduct and manage the irrigation canal system primarily for the benefit of stock holders of said corporation, and not for pecuniary benefits, and the incorporators hereof do hereby declare that the said corporation has been formed primarily for the benefit of said stock holders only and not for any pecuniary benefit and that its chief purpose is to distribute to the

stock holders of this corporation and such other parties as shall from time to time have the right to use the water from said canal, said water rights and water represented by the same, and which have heretofore been decreed to the said The West Labelle Irrigation Company, Limited, a corporation, and do all and every necessary and needful things in connection therewith.

F. To borrow money and to pledge, encumber or in any other manner hypothecate any and all corporate property for the payment of the same.

G. To do any and everything necessary in connection with the conduct of the business of said corporation, and particularly all things that are permitted under the laws of the State of Idaho to similar corporations, the said incorporators seek hereby to take advantage of every benefit granted to canal companies under the laws of the State of Idaho.

III.

That the principal place of business of said corporation is ~~Lannis~~, Jefferson County, Idaho.

IV.

That this corporation shall exist for a period of fifty (50) years from and after this date.

V.

That the number of directors shall be five (5), and that the names and places of residence of those selected for the first year and until their successors are elected are: Wm. Allred, W. H. McCulloch, S. E. Tanner, James Bruce and Royal Ellis, all of Lorenzo, Idaho.

VI.

That the amount of capital stock of this corporation shall be \$ 5466.00, the same to be divided into 5466 shares of the par value of \$ One Dollar per share.

VII.

That the amount of capital stock which has been actually subscribed is \$ 5466.00 and that said stock has been subscribed by the following named subscribers and in the amounts set opposite their respective names:

Wm. Allred	\$396.00	Josiah Scott.....	\$79.25
Ivie Burt.....	168.25	Federal Land Bank...	51.50
Stanley Rhodes....	87.00	J. L. Yeaman.....	261.50
H. J. Blodgett...	229.50	Abram Ward.....	182.00
Cleo J. Harrop ..	297.00	State of Idaho....	55.50
James Bruce....	134.50		
Wm. Bruce	210.00		
William Clifford	245.50		
Dan Coles.....	142.50		
Chas. Dinsdale...	158.50		
Royal Ellis...	582.00		
John E. Ellis....	356.50		
E. J. Harrop...	178.00		
Dora Pierce...	316.75		
S. E. Tanner...	198.00		
Mrs. J. L. Hall ..	148.50		
John Hunsaker...	126.75		
W. H. McCulloch...	73.25		
Pacific Coast Joint Stock Land Bank...	110.75		
Rueben Morgan....	103.00		
F. Pierce....	332.50		
G. W. Pierce...	186.00		
John Stucker,.,.,	55.50		

WE FURTHER CERTIFY:

That at the meeting held this day, to-wit: March
5th, 1938, at the principal office and regular meeting place
of said corporation in Annals, Jefferson County, Idaho, Royal
Ellis was elected as president of the corporat-
ion by said meeting and John E. Ellis was
elected the secretary thereof, and said persons were the respect-
ive elected chairman and secretary of said meeting and acted as
such at said meeting and that more than two-thirds of the total
issued and outstanding capital stock of said company participated
in said meeting, and voted in favor of the changes and amendments,
as well as the increase in ^{number of shares of} capital stock, as now shown and ev-
idenced by the foregoing amended Articles of Incorporation, are
subscribed to by the said chairman and secretary of said meeting
and by all the directors of said corporation, as well as by the
hereinafter named stockholders whose names are hereto affixed, and
who have assented thereto.

Royal Ellis

President and Chairman

John E. Ellis

Secretary

Mr. Culbert

W. H. McCulloch

S. E. Tanner

James Brown

Royal Ellis

DIRECTORS

here
Jm Alfred
W H Mc Culloch
S E Tanner
J L Yeaman
Wm Clifford
John E Ellis
~~Geo~~
Dora Pierce
James Bruce
J W Bruce
J Royal Ellis
F W Pease
Chas Dinnale
Stanley Rhodes
Chas J Harnop
Lester H Pierce

STATE OF IDAHO)
 : ss.
COUNTY OF JEFFERSON)

On this 5th day of March, 1938, before me,
the undersigned Notary Public in and for said state, residing at
Rigby therein, personally appeared Royal Ellis and
John E. Ellis personally known to me to be the Chairman
and Secretary, respectively, whose names are signed to the
within amended Articles of Incorporation, and also known to me
to be the president and secretary, respectively, of said corporat-
ion, and acknowledged the foregoing amended articles to be the
corporate act of said corporation and each made oath in due form
of law that he was the president and secretary, respectively, of
the meeting of stockholders of the corporation at which the
amended articles were adopted and that all the matters and facts
set forth in said amended articles are true; and also personally
appeared Wm. Allred, W. H. McCulloch,
S. E. Tanner, James Bruce and
Royal Ellis, known to me to be the Board of Dir-
ectors of The West Labelle Irrigation Company, Ltd., a corporation,
and whose names are also signed to the within amended Articles of
Incorporation and who have each acknowledged to me that they executed
the said amende Articles of Incorporation and for the purposes
therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my notarial seal the day and year herein first above written.

Lillian M. Baudel
Notary Public for Idaho,
Residing at Rigby therein.