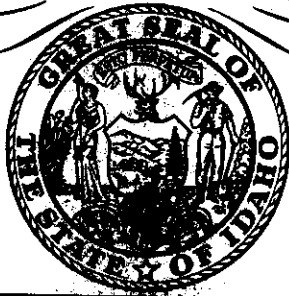


State of Idaho



Department of State

CERTIFICATE OF INCORPORATION

~~I, LOUIS J. CLARK~~
~~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 original of the articles of
incorporation of

COOPER WATER BUREAU ASS'N., INC.

was filed in the office of the Secretary of State on the Twenty-eighth day
of November A. D. One Thousand Nine Hundred Eighteen and
~~will be~~ duly recorded on ~~Film No.~~ microfilm of Record of Domestic Corporations, of the State
of Idaho, and that the said articles contain the statement of facts required by Section 30-103 and
Sections 30-1001 to 30-1005, inclusive, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and
successors are hereby constituted a corporation, by the name hereinbefore stated, for
~~perpetual existence~~ from the date hereof, with its registered office in this State located at
Boise, in the County of Canyon,
and as such are subject to the rights, privileges and limitations granted to Non-Profit Coopera-
tive Associations as provided in Chapter 10, Title 30, Idaho Code.

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 28th day of November,
A.D., 1918

Secretary of State.

ARTICLES OF INCORPORATION
OF
COVERT WATER USER'S ASS'N., INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, being persons of full age and citizens of the United States of America, in order to form a corporation for the purposes hereinafter stated, pursuant to Chapter 10, Title 30 of the Idaho Code Annotated, do hereby certify as follows:

ARTICLE I.

-- NAME --

The name of this non-profit, non-stock corporation shall be the COVERT WATER USERS ASS'N., INC.

ARTICLE II.

--PURPOSES--

1. To provide a community water system for domestic uses and such other and additional uses as shall from time to time be necessary; provided that water supplied from the community water system to be operated shall not be used outside Covert subdivision No. 2;

2. To provide and maintain a pumping plant or facilities, pipe lines, and any other necessary equipment or facilities to permit the utilization of domestic water and water for other uses to the residents of the Covert Subdivision No. 2 located according to the official Plat thereof on file and of record in Plat Book 6 at page 24 in the office of the County Recorder, Canyon County, Idaho;

3. To promote the creation, development, and improvement of playgrounds and/or parks within Covert Subdivision No. 2 and to purchase and maintain playground equipment and otherwise maintain said playgrounds and/or parks.

4. To make other improvements of any kind or nature that may be determined from time to time for the benefit of the residents of said Subdivision.

5. To borrow money, issue bonds, mortgages or other commit-

1 ments as security for money loaned or borrowed.

2 6. To purchase, lease, hold, sell, develop, mortgage, convey
3 or otherwise acquire or dispose of real and personal property
4 necessary or proper for the carrying out of the purposes of this
5 corporation.

6 7. To do all things permitted to be done by a non-profit
7 corporation under the laws of the State of Idaho.

8 ARTICLE III.

9 The term for which this corporation shall be organized shall
10 be perpetual.

11 ARTICLE IV.

12 --LOCATION--

13 The location of said corporation shall be Route #4, Nampa,
14 Canyon County, Idaho.

15 ARTICLE V.

16 --NON-STOCK CORPORATION--

17 The corporation shall be non-stock and no dividends or
18 pecuniary profits shall be declared to the members thereof.

19 ARTICLE VI.

20 --OFFICERS--

21 The general officers of the corporation shall be the President,
22 Vice President, Secretary, Treasurer; and the Board of Directors
23 shall consist of five (5) members.

24 ARTICLE VII.

25 -- DUTIES --

26 The principal duties of the President shall be to preside at
27 all meetings, direct and supervise the affairs of the organization,
28 make such appointments as may be required, subject to the approval
29 of the Board of Directors, and to make annual report of the activ-
30 ities of the Covert Water Users Ass'n., Inc., to the members there-
31 of. He shall be required to perform such other and additional
32 duties as may be referred to him by the Board of Directors or be
deemed proper in the management of his office.

1 The Vice President shall be charged with the duty of acting
2 in the absence of the President, as the President Pro Tem of the
3 organization.

4 The Secretary shall be charged with the keeping of such
5 records as may be required in the normal course of business of
6 said corporation and such further and additional duties as may be
7 required by law or by the Directors and shall give notice of all
8 meetings and keep minutes of all meetings of either the Board of
9 Directors or of the entire membership and shall be the custodian
10 of all official records of the organization.

11 The Treasurer shall report in detail on the last Monday in
12 January of each year hereafter and at its annual meeting to the
13 organization, all sums received and expended, all outstanding
14 obligations, and such other matters as may be deemed proper. The
15 treasurer together with the President of the organization shall
16 countersign all checks drawn against the account of the corporation,
17 unless other arrangements are provided in the By-Laws.

18 The said officers shall perform such additional or different
19 duties as may from time to time be imposed or required by the
20 Board of Directors or as may be prescribed from time to time by
21 the By-Laws.

22 ARTICLE VIII.

23 ---MEETING---

24 Said corporation shall hold its annual meeting for the election
25 of officers the 2nd Monday of April, each year at Covert Subdivision
26 No. 2, Nampa, Canyon County, Idaho, commencing April 1967.

27 ARTICLE IX.

28 --MEMBERSHIP--

29 Any person or corporation who shall own real property within
30 said Subdivision and who shall by the instrument by which said real
31 property shall have passed to them, shall have received an interest
32 in the community well or wells, shall have a voting share or inter-
est in said association, provided that that person or corporation

owns an entire lot in said subdivision; any person or corporation owning more than one deeded interest in the community well shall be entitled to ~~have only one vote representing~~ his ownership of land as herein specified. No stock or shares shall be required to be issued except as may be provided for by the By-Laws of the corporation. No share or interest in the corporation shall be separated or severed from the land and the ownership of the land shall be determinative of the right to exercise the interest or share in the association, subject to such provisions as may be contained from time to time in the By-Laws.

No assessments or charges shall become a lien upon the land; all charges or assessments shall be the obligation of the member.

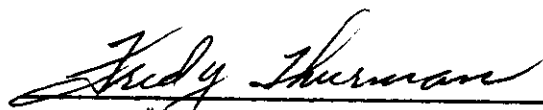
The voting of all members shall be conducted pursuant to the regulations contained in the By-Laws determining the vote of all members of this corporation, and the rights and interests of all members shall be equal.


ARTICLE X.

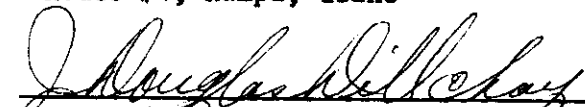
--AMENDMENTS--

These articles may be amended by a two-thirds vote of the members present at any regular or special meeting, providing written notice of the proposed amendment or amendments has been mailed to each member at his last known address at least ten (10) days in advance of the meeting.

IN WITNESS WHEREOF, We have hereunto set our hands, this 17th day of November, 1966.


Route #4, Nampa, Idaho

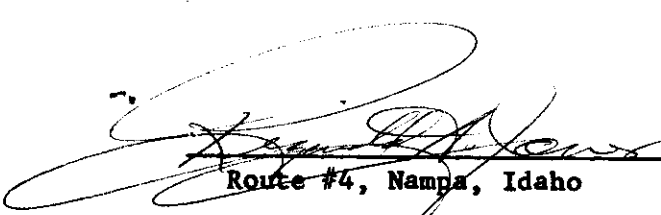

Route #4, Nampa, Idaho


Route #4, Nampa, Idaho


Route #4, Nampa, Idaho

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Route #4, Nampa, Idaho

STATE OF IDAHO)
County of Canyon) ss.

On this 17th day of November, 1966, before me, the undersigned,
a notary public in and for said county and state, personally
appeared Fred Y. Thurman, Donald R. Girven, J. Douglas Dillehay,
Milton P. Minor and Reginald A. Jones, known to me to be the
persons whose names are subscribed to the foregoing instrument,
and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed
my official seal the day and year in this certificate first above
written.


Notary Public for Idaho
Residing at Caldwell, Idaho