



**Department of State.**

**CERTIFICATE OF INCORPORATION  
OF**

IDAHO WATER PROTECTION CORPORATION

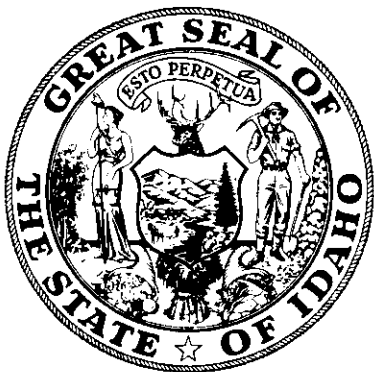
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

IDAHO WATER PROTECTION CORPORATION

duly signed pursuant to the provisions of the Idaho Nonprofit 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated February 6, 19 80.



*Pete T. Cenarrusa*

SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

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ARTICLES OF INCORPORATION

SECRETARY OF  
OF STATE

IDAHO WATER PROTECTION CORPORATION

(Non-profit Corporation)

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned persons, all of whom are citizens of the United States of America and of full age, have this day voluntarily associated ourselves together for the purpose of forming a non-profit corporation without capital stock, under and pursuant to Title 30, Section 30-301 et seq. of the Laws of the State of Idaho, and that we do hereby make, acknowledge and declare the following to be our Articles of Incorporation.

ARTICLE I.

The name of this corporation shall be IDAHO WATER PROTECTION CORPORATION.

ARTICLE II.

This corporation is a non-profit corporation, and shall have no capital stock; and no dividends or pecuniary profits shall be declared to the members thereof.

ARTICLE III.

The objects and purposes for which this corporation is formed are as follows:

1. To disseminate all types of information by means of descriptive indexes and annotated bibliographies, and by other appropriate methods of any kind or description whatever, for the use of all types of institutions, professional men, and the public generally; included in such purposes are the examination of and abstracting and dissemination of information concerning

all types of articles appearing in all types of publications throughout the world.

2. To reduce and relieve shortages of water and other natural occurring and recurring natural resources; to promote, better, maintain, to instruct or train individuals or entities to improve or to develop and to provide for additional and maximum water and other natural occurring and recurring natural resources and for the purpose of aiding Eastern Idaho and the geographic area of the Snake River; and to lessen the burdens of government and to act in the public interest.

3. To establish, equip, maintain and operate alternate sources of information on water, water impact, occurring and recurring natural resources; to encourage the organization and establishment of water, water impact, occurring and recurring natural resources; and to stimulate the interest of the public in the extension of movement to promote and preserve water, water resources, occurring and recurring natural resources.

4. To advance the study of the problems of water, water impact, occurring and recurring natural resources of all areas by means of cooperation with other political institutes not created for propaganda purposes, and by evoking attention to these problems on the part of others and by means of such research and educational methods as may be engendered through study and research of any kind or description whatever. To conduct seminars, international conferences, and research into educational methods; to organize discussion conferences, study groups, and publications; and to use other lawful, appropriate, and genuine means for the attainment of these purposes.

5. To promulgate the principles of true Americanism; to advocate and promote by all proper means the policies and principles of political and social conduct for which the teachings and writings of great American leaders

stand; to exercise, promote, and protect the privileges and interests of the residents of the State of Idaho to foster a healthy interest in the political and civic affairs of the community; to inquire into the political and civic abuses and to seek reformation thereof; to cultivate social intercourse among its members; to establish a center of work and interest for the members in order to cultivate their knowledge of politics, improve their health and physical and mental condition; and to promote friendship and sociability among its members.

6. To establish, maintain and protect water, other natural occurring and recurring natural resources for persons and property in Idaho, and to acquire water and natural resources to be held and used exclusively for such purposes.

7. To accept funds from private, public and government sources to further and perpetuate any and all of the purposes of the Idaho Water Protection Corporation; to make application and to accept grants for the above purposes.

8. To supervise, manage, distribute, control and supply water and natural resource facilities to the State of Idaho, the general public and to the members of the corporation, and to acquire, maintain, control, expand, improve and repair water and natural resource related sources and systems and conduct all business necessary or instrumental to the same.

9. To make assessments and charges to the State of Idaho, the general public and to members for the aforesaid facilities for water and natural resource related objectives and appurtenances furnished in connection therewith, and which assessments and charges shall be disbursed by the corporation only in payment for expenses of such aforesaid facilities for related objectives and appurtenances.

10. To perform any lawful act necessary to the acquisition, ownership, maintenances, and expansion of aforesaid facilities for water and natural resource related objectives and systems, and any other lawful act necessary or advisable in the furtherance of the corporation.

11. To promote the construction and maintenance of public water and natural resource related facilities, to solicit donations from the public of the State of Idaho, to accumulate sufficient funds to cover all expenses connected with the operation of water related facilities, to operate such facilities on public or private property. To lease or procure office space, material, and equipment for the carrying out of any of the purposes of the corporation.

#### ARTICLE IV.

The location and post office address of the registered office and ~~principal place~~ of business of said corporation shall be *966 East Lincoln Rd.* ~~Route 6, Box 236,~~  
*R/A to Gary Jensen*  
Idaho Falls, Bonneville County, Idaho. *as per below*

#### ARTICLE V.

The duration of this corporation shall be perpetual.

#### ARTICLE VI.

The number of directors of said non-profit corporation shall not be less than three, with said directors to be elected annually. In furtherance and not in limitation of the general powers conferred by the laws of the State of Idaho, the Board of Directors is expressly authorized to make, alter, amend, or repeal the By-laws of the corporation at any meeting of the Board of Directors. All By-laws shall be subject to amendment, alteration, and repeal by the membership at any annual meeting or at any special meeting called for such purposes. There shall be one voting right for each membership, whether owned in community, jointly or separately. Voting rights and member-

ship and continuation thereof shall be dependent upon the paid-up membership of the voter and there can be no expulsion of a member or cancellation of voting rights of such member so long as he is so qualified.

The following persons shall serve as a Board of Directors until their successors are duly elected and qualified, to-wit:

<u>Name</u>	<u>Address</u>
Victor Hegsted	Route 6, Box 236 Idaho Falls, Idaho 83401
Dean Gneiting	Route 6, Box 162 Idaho Falls, Idaho 83401
Eldred Butikofer	Route 6, Box 314 Idaho Falls, Idaho 83401

#### ARTICLE VII.

The Articles of Incorporation may be amended in the manner provided by the statutes of the State of Idaho at the time of Amendment, and all rights and powers conferred on directors and members herein are granted subject to this reservation.

#### ARTICLE VIII.

Corporate Officers and Their Functions: The general officers of the corporation shall be president, vice-president, secretary and treasurer.

The principal duties of the president shall be to preside at all meetings of the members and the board of directors and to have a general supervision of the affairs of the corporation.

The principal duties of the vice-president shall be to discharge the duties of the president in the event of absence or disability, for any cause whatsoever, of the president.

The principal duties of the secretary shall be to countersign all deeds, leases, and conveyances executed by the corporation, affix the seal of the corporation thereto and to such other papers as shall be required or

directed to be sealed, and to keep a record of the proceedings of the board of directors, and to safely and systematically keep all books, papers, records, and documents belonging to the corporation, or in any way pertaining to the business thereof, except the books and records incidental to the duties of the treasurer.

The principal duties of the treasurer shall be to keep an account of all monies, credits, and property of any and every nature of the corporation which shall come into his hands and to keep an accurate account of all monies received and disbursed and of proper vouchers for monies disbursed, and to render such accounts, statements, and inventories of monies received and disbursed and of money and property on hand, and generally of all matters pertaining to his office, as shall be required by the board of directors.

The board of directors may provide for the appointment of such additional officers as they may deem for the best interest of the corporation.

Whenever the board of directors may so order, any two officers, the duties of which do not conflict, may be held by one person.

The officers shall perform such additional or different duties as shall from time to time be imposed or required by the board of directors, or as may be prescribed from time to time by the By-laws.

The officers shall be elected by the directors, who shall first be elected by the members of the corporation.

#### ARTICLE IX.

The method and conditions on which members shall be accepted shall be set forth in the By-laws of the Corporation.

#### ARTICLE X.

This corporation shall not issue any stock but may issue membership certificates to each member thereof and all members shall be equal and no

individual member shall be liable or responsible for the debts or liabilities of the corporation. The duration of this corporation shall be perpetual.

ARTICLE XI.

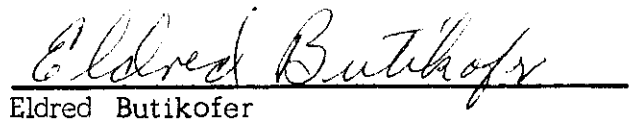
The names and residences of the persons forming the corporation are as follows:

<u>Name</u>	<u>Address</u>
Victor Hegsted	Route 6, Box 236 Idaho Falls, Idaho 83401
Dean Gneiting	Route 6, Box 162 Idaho Falls, Idaho 83401
Eldred Butikofer	Route 6, Box 314 Idaho Falls, Idaho 83401

DATED at Idaho Falls, Idaho, this 31 day of January, 1980.

  
Victor Hegsted

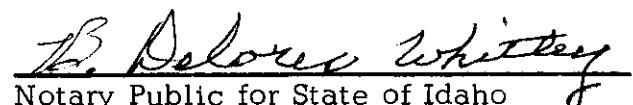
  
Dean Gneiting

  
Eldred Butikofer

STATE OF IDAHO       )  
                              ) ss.  
County of Bonneville )

ON THIS 31st day of January, 1980, before me, the undersigned Notary Public in and for the State of Idaho, personally appeared VICTOR HEGSTED, DEAN GNEITING and ~~EIDRED~~ BUTIKOFER, known to me to be the persons whose names are subscribed to the above and foregoing ARTICLES OF INCORPORATION 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 first above mentioned.

  
Notary Public for State of Idaho  
Residing at: Idaho Falls  
My Commission is Lifetime.