



CERTIFICATE OF INCORPORATION
OF

BASELINE WATER CO.

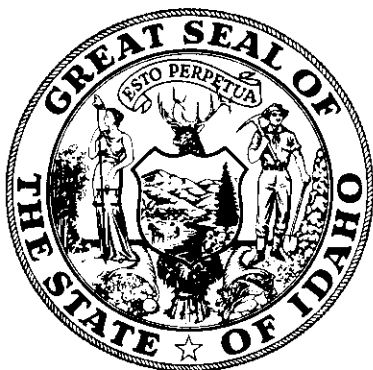
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

BASELINE WATER CO.

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 April 21, 19 83.



SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION

OF

BASELINE WATER CO.

KNOW ALL MEN BY THESE PRESENTS: That we, the under-
signed, have voluntarily associated ourselves together for the
purpose of forming a nonprofit corporation without capital stock
pursuant to the Idaho Nonprofit Corporation Act (Idaho Code
Section 30-301 et seq), and we do hereby certify:

Article I.

The name of this corporation shall be Baseline Water Co.

Article II.

The Baseline Water Co. shall be a nonprofit corporation
and shall have no capital stock and shall pay no dividends or
salaries to its members, incorporators, officers, or board members.

Article III.

This corporation shall have perpetual existence.

Article IV.

The purpose and objects for which such corporation is
formed are as follows:

1. To provide culinary and irrigation water to persons
owning property in Corless Heights Subdivision, Minidoka County,
Idaho, and to maintain, improve, and renovate the water systems
serving said land.

2. To do all and everything necessary, suitable, or
proper for the accomplishment of any of the purposes, the attain-
ment of any of the objects, or the exercise of any of the powers
herein set forth, either alone or in conjunction with other
corporations, firms, or individuals, and either as principals or
agents, and to do every other act or acts, thing or things,
incidental or appurtenant to or growing out of or connected with
the above-mentioned objects, purposes, or powers.

1 4. To engage in any other lawful business or activity
2 whatsoever which may be organized at any time by the Board of
3 Directors; and in furtherance thereof this corporation shall have
4 all the powers granted by law to corporations generally.

5 Article V.

6 This corporation shall have one class of members, said
7 memberships to be purchased according to the procedure to be
8 adopted in the By-Laws; such membership shall be available to all
9 persons owning a dwelling lot in the Corless Heights Subdivision,
10 Minidoka County, Idaho, capable of being furnished culinary and
11 irrigation water by the system installed or to be installed, and
12 such membership shall entitle each member to one vote in all
13 elections to be held by the corporation.

14 Article VI.

15 The initial registered agent of this corporation shall
16 be Howard Corless and the street address of its initial registered
17 office shall be Route #1, Box 1081, Paul, ID 83347, (900 West
18 Basline, Paul, ID 83347).

19 Article VII.

20 The board of directors of this corporation shall consist
21 of its officers and its elected directors, but in no instance
22 shall the number of directors be less than three nor more than
23 seven. The government, membership, and officers, meetings, and
24 elections shall be prescribed by the By-Laws of the said corpor-
25 ation. The initial board shall have four directors, consisting
26 of:

27 Howard Corless	Route #1, Box 1081 Paul, ID 83347
28 Seth Corless	Route #1, Box 1087 Paul, ID 83347
29 Reed Jensen	Route #1 Paul, ID 83347
30 David Patterson	Route 1 Paul, ID 83347

HERMAN E. BEDKE
ATTORNEYS AT LAW
P. O. BOX 249
BURLEY, IDAHO 83318
TELEPHONE: (208) 678-5574

Article VIII.

The name and street address of each incorporator is as follows:

Howard Corless	Route #1, Box 1081 Paul, ID 83347
Seth Corless	Route #1, Box 1087 Paul, ID 83347
Reed Jensen	Route 1 Paul, ID 83347
David Patterson	Route 1 Paul, ID 83347

Article IX.

These articles may be amended as provided by the statutes of the State of Idaho, as amended.

IN WITNESS WHEREOF, we have hereby executed these premises in triplicate this ~~20th~~ day of April, 1983.

Howard Corless
Howard Corless

Seth Corless
Seth Corless

Reed Jensen
Reed Jensen

David S. Patterson
David Patttterson

STATE OF Arizona)
County of Pinal) ss

On this 25th day of September, 1983, before me, the undersigned, a Notary Public in and for said State, personally appeared HOWARD CORLESS, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same.

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

My Commission Expires April 14, 1984

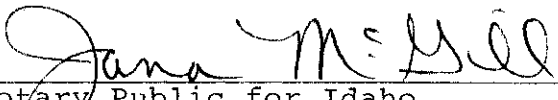
Kathleen L. Seibert
Notary Public for Arizona
Residing at Phoenix, AZ, Arizona

HERMAN E. BEDKE
ATTORNEYS AT LAW
P. O. BOX 249
BURLEY, IDAHO 83318
TELEPHONE: (208) 678-5574

1 STATE OF IDAHO)
2 County of Cassia) ss

3 On this 1ST day of MARCH, 1983, before me, the
4 undersigned, a Notary Public in and for said State, personally
5 appeared SETH CORLESS, known to me to be the person whose name is
6 subscribed to the foregoing instrument and acknowledged to me that
7 he executed the same.

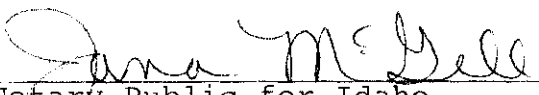
8 IN WITNESS WHEREOF, I have hereunto set my hand and
9 affixed my official seal the day and year first above written.

10 
11 Notary Public for Idaho
12 Residing at Burley, Idaho
13 Heyburn

11 STATE OF IDAHO)
12 County of Cassia) ss

13 On this 20th day of April, 1983, before me, the
14 undersigned, a Notary Public in and for said State, personally
15 appeared REED JENSEN, known to me to be the person whose name is
16 subscribed to the foregoing instrument and acknowledged to me that
17 he executed the same.


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

20 
21 Notary Public for Idaho
22 Residing at Burley, Idaho
23 Heyburn

21 STATE OF IDAHO)
22 County of Cassia) ss

23 On this 24th day of MARCH, 1983, before me, the
24 undersigned, a Notary Public in and for said State, personally
25 appeared DAVID PATTERSON, known to me to be the person whose
26 name is subscribed to the foregoing instrument and acknowledged to
27 me that he executed the same.

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

30 
31 Notary Public for Idaho
32 Residing at Burley, Idaho
33 Heyburn