

State of Idaho

Department of State

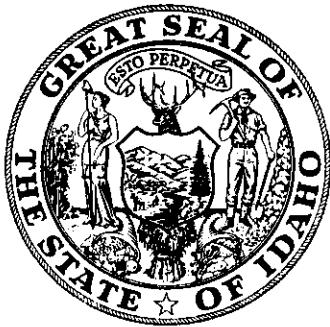
CERTIFICATE OF INCORPORATION OF

WATER USERS' ASSOCIATION OF KENNEDY LATERAL, TAP 27911, INC.
File number C 114232

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 WATER USERS' ASSOCIATION OF KENNEDY LATERAL, TAP 27911, INC. 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: March 20, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Office Sealed*

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WATER USERS' ASSOCIATION OF KENNEDY LATERAL TAP 27911 STATE OF IDAHO
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03/21/96 0900
IDAH0 SECRETARY OF STATE

KNOW ALL MEN BY THESE PRESENTS that we, the undersigned, being citizens of the United States, and being of legal age, in order to form a corporation for the purposes hereinafter stated, pursuant to the Idaho Non-Profit Corporation Act, do hereby certify as follows:

ARTICLE I

The name of this corporation shall be:

WATER USERS' ASSOCIATION OF KENNEDY LATERAL, TAP 27911, INC.

ARTICLE II

The objects and purposes for which this corporation is founded are:

To operate, manage, maintain and control an irrigation project and pipeline system to obtain water from the Nampa & Meridian Irrigation District, and deliver such irrigation water to the users of water on the lands that are the basis for the water delivery entitlement from Tap 27911. Furthermore the corporation will be guided in the performance of these duties by all applicable Idaho Laws now existing or as hereafter amended plus, any By-Laws subsequently adopted or amended by this corporation.

ARTICLE III

This corporation is to have perpetual existence.

ARTICLE IV

The number of directors constituting the initial Board of Directors is three (3), and they are also the incorporators. They will serve until the first annual meeting of members or until their successors are elected and shall qualify. These persons all residing in Meridian, Ada County, Idaho 83642, are:

Gilbert Pond	Chairman	5507 El Gato Lane
Sara J. Tortorella	Vice-Chairman	5038 El Gato Lane
Paul Sharratt	Secretary-Treasurer	5556 El Gato Lane

The Secretary-Treasurer and his address as shown is the initial registered agent and office of the corporation.

ARTICLE V

No officer, director, or member of the corporation shall be personally liable for the debts, liabilities or obligations of the corporation.

ARTICLE VI

Upon dissolution of this corporation, remaining assets, after all debts and obligations are paid, shall be proportionately distributed according to the voting entitlements existing at the time, to the owners or any tenants in control of the properties that are the bases for the water delivery entitlement at tap 27911.

IN WITNESS WHEREOF, we, the incorporators and named herein as the first Board of Directors, have hereunto set our hands and seals, this 8th day of March, 1996.

Jeffrey K Rose
Sara J Tortorella
Paul R Shanatt