



CERTIFICATE OF INCORPORATION
OF

PVC WATER COMPANY, INC.

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 _____

PVC WATER COMPANY, 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 April 25, 19 80.



SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION

OF

PVC WATER COMPANY, INC.

(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, having attained the age of majority, have this day voluntarily associated ourselves together for the purpose of forming a non-profit corporation without capital stock, under and pursuant to the Idaho Nonprofit Corporation Act, 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 PVC Water Company, Inc.

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 acquire and own real estate and personal property, including water rights, water lines, mains, easements, pumps, pumping fixtures and equipment, water licenses and permits, franchises, and any other property item or effect that may become instrumental for the purposes of which the corporation is organized.

(2) To supervise, manage, distribute, control and supply water, both domestic and irrigation, to the members of the corporation, and to acquire, maintain control, expand, improve and repair water sources and systems and conduct all business necessary or instrumental to the same. To include the control and maintenance of all well lots in subdivision.

(3) To make assessments and charges to members for water and water system appurtenances furnished in connection therewith, and which assessments and charges shall be disbursed by the corporation only in payment for expenses of such water system and water system appurtenances.

(4) To perform any lawful act necessary to the acquisition, ownership, maintenances, and expansion of water system or systems, and the distribution of water, and any other lawful act necessary or advisable in the furtherance 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 1302 South Washington, Emmett, Idaho, 83617.
ALLEN R. EVANS

ARTICLE V

The duration of this corporation shall be perpetual.

ARTICLE VI

Each owner of an improved property in any residential subdivision which shall be served by the water system or systems of the corporation shall be eligible for membership in the corporation. Such membership shall at all times be identified with the owner of the improved property or improved properties and no membership shall be subject or conditioned upon approval of the Board of Directors or other members. There shall be one vote for each improved parcel of property served by the system and owned by the members, whether owned in community, jointly or separately. Voting rights and membership and continuation thereof shall be dependent upon the ownership of an improved property served by a water system of the corporation, and there can be no expulsion of a member or cancellation of voting rights of such member so long as he is so qualified.

Voting may be by proxy in writing, dated and signed by a member; provided, however, no such proxy shall be valid beyond eleven (11) months after its execution, nor binding upon a transferee of an improved property from the person executing such proxy.

ARTICLE VII

Assessments and charges of the corporation shall be made as to each improved property owned by a member and in the event of the failure of a member to pay assessments and charges, the corporation may suspend water service to such improved property during the time any assessment or charge is unpaid following due date thereof. Upon payment of any delinquent assessment or charge, together with a reasonable charge for terminating and restoring service, water must be promptly restored.

Unpaid assessments of charges, including reasonable charges for terminating and restoring service if service has been terminated, must be paid by a transferee of a membership or a member acquiring another improved property, and unless so paid, service may be suspended or if suspended, such suspension shall continue as above provided.

ARTICLE VIII

Nothing in these Articles shall be construed as restricting the ownership of improved properties and no provision shall be made in the By-Laws of the corporation which shall so restrict ownership.

ARTICLE IX

The corporation may not lease any real or personal property.

ARTICLE X

The foregoing Articles of this corporation and this Article, being Articles number I through X inclusive, cannot be changed prior to one year from the date of incorporation without the approval of the Federal Housing Administration and thereafter the same may be changed only by an affirmative vote with two-thirds (2/3) of all eligible votes.

ARTICLE XI

By-Laws not inconsistent with the Articles of Incorporation may be adopted, altered, amended or repealed at any regular meeting of the members, or at any special meeting of the members of the corporation called for that purpose, by the affirmative vote of two-thirds (2/3) of the members present at such meeting; provided, however, a quorum, which shall be a majority of the eligible votes, shall be present through members and proxy.

ARTICLE XII

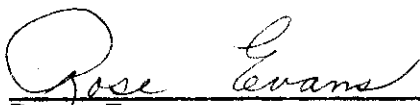
The business of this Association shall be managed by a Board of Directors of not less than three nor more than nine directors, the number, qualification, terms of office, manner of election, powers and duties of such directors shall be such as may be prescribed by these Articles and such By-Laws as may from time to time be in force.

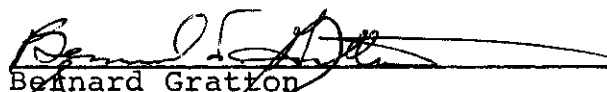
ARTICLE XIII

The following named persons shall serve as a Board of Directors until their successors are duly elected and qualified:

Rose Evans	P. O. Box 611, Emmett, Idaho, 83617
Bernard Gratton	P. O. Box 236, Meridian, Idaho, 83642
Max Rogers	P. O. Box 236, Meridian, Idaho, 83642

IN WITNESS WHEREOF, We, the undersigned, for the purpose of forming this corporation under the statutes of the State of Idaho, have executed these Articles of Incorporation this 31st day of January, 1980.


Rose Evans



Bernard Gratton


Max Rogers

STATE OF IDAHO)
) ss
County of Gem)

On this 31 day of January, 1980, before me, the undersigned, a Notary Public in and for said State, personally appeared ROSE EVANS, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me she executed the same, and I further certify that said person acknowledged to me that she is over the age of twenty-one years and is a citizen of the United States of America.

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 Emmett, Idaho

STATE OF IDAHO)
) ss
County of Ben)

On this 31 day of January, 1980, before me, the undersigned, a Notary Public in and for said State, personally appeared BERNARD GRATTON, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same, and I further certify that said person acknowledged to me that he is over the age of twenty-one years and is a citizen of the United States of America.

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

Allen R. Evans
Notary Public for Idaho
Residing at Erwin, Idaho

STATE OF IDAHO)
) ss
County of Ben)

On this 31 day of January, 1980, before me, the undersigned, a Notary Public in and for said State, personally appeared MAX ROGERS, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same, and I further certify that said person acknowledged to me that he is over the age of twenty-one years and is a citizen of the United States of America.

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

Allen R. Evans
Notary Public for Idaho
Residing at Erwin, Idaho