



## Department of State.

### CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

I, **IRA H. MASTERS**, 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

#### THE SOUTH BOISE WATER COMPANY

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **eleventh** day of **April, 1952**,

original articles of amendment, as provided by Section 30-146 and 30-147, Idaho Code, amending Subdivision (c) of Article IV: adjusting the inequities existing in the matter of the assessment of lots and subdivisions for irrigation and domestic purposes and in the assessments made on agricultural lands for irrigation and domestic purposes; amending Article V: providing that the directors of the corporation be elected for terms of longer than one year,

and that the said articles of amendment contain the statement of facts required by law, and are recorded on Film No. **74** of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have been amended accordingly.

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 **11th** day  
of **April**, in the year of our Lord  
one thousand nine hundred **fifty-two**,  
and of the Independence of the United States of  
America the One Hundred **Seventy-sixth**.

Secretary of State.

ARTICLES OF AMENDMENT  
TO ARTICLES OF INCORPORATION OF  
SOUTH BOISE WATER COMPANY

STATE OF IDAHO     }  
County of Ada     } ss.

A. H. CHATBURN and EDITH PECORA hereby certify that we are, and at all times hereinafter mentioned were, President and Secretary respectively of South Boise Water Company, a corporation organized and existing under and by virtue of the laws of the State of Idaho, with its principal place of business at Boise, Ada County, State of Idaho; that on the 16th day of September, 1951, at 6:30 o'clock p.m. of said day, at a meeting of the Board of Directors of said corporation duly, legally and regularly held at the office of the company at Boise, Idaho, the said Board of Directors called a special meeting of the stockholders of said corporation to be held at Garfield School Auditorium, at Boise, in Ada County, Idaho, at 2:00 o'clock p.m., on Saturday, the 27th day of October, 1951, for the purpose of considering and voting upon the question of amending subdivision (c) of Article IV, and Article V of the Articles of Incorporation of the corporation; that pursuant to the directions of said Board of Directors, the Secretary, Edith Pecora, served notice of said meeting and the purpose thereof on each of the stockholders of record of said corporation more than 30 days prior to the date of said special meeting, as required by the corporation By-Laws.

That thereafter, pursuant to said Notice, on the 27th day of October, 1951, at 2:00 o'clock p.m., at Garfield School Auditorium, a special meeting of the stockholders of said corporation was held, at which meeting stockholders owning 534 shares of the capital stock of said corporation, being more than two-thirds of the outstanding capital stock of said corporation, were present in person or represented by proxy; that 534 shares of the capital stock of the corporation, being more than two-thirds

of the entire issued and outstanding stock of said corporation, were voted in favor of amending the Articles of Incorporation of this corporation in the particulars hereinafter set out in the resolutions adopted by said stockholders; that each of the following resolutions was adopted by the same vote, to-wit: 543 shares of capital stock, being more than two-thirds of the entire issued and outstanding capital stock of said corporation, and that no shares of said stock were voted against the adoption of said resolutions; that only 755 shares of capital stock of said corporation were issued and outstanding; that there was no outstanding preferred stock; and that the following are the resolutions hereinbefore referred to and adopted by said stockholders at said special meeting by the above described vote:

"WHEREAS, it appears that some inequities exist in the matter of the assessment of lots and subdivisions for irrigation and domestic purposes in the assessments made on agricultural lands for irrigation and domestic purposes, and it is to the best interests of the corporation that such inequities be adjusted to meet the more modern situation that exists now, as compared to the situation upon the original incorporation of the South Boise Water Company in 1917;

"NOW, THEREFORE, BE IT RESOLVED That Subdivision (c) of Article IV of the Articles of Incorporation of the South Boise Water Company, a corporation, be and the same is hereby amended to read as follows:

"(c) To issue the capital stock of this corporation to the owners of the above described ditch, laterals, and water rights, in exchange for a proper conveyance to this corporation by said owners of all water rights, ditch rights and laterals owned by each of them and appurtenant to the lands irrigated from said Ridenbaugh-Rossi Mill Ditch by said owners. Each person receiving stock from this corporation as above stated or otherwise and becoming a stockholder in this corporation understands and

agrees that the stock issued by this corporation will be of two classes; the first class representing the right to use water for irrigation and domestic purposes upon lands platted into blocks and lots or subdivided for residential or business purposes or upon separate parcels of agricultural lands of one-half acre or less; and the second class representing the right to use water for irrigation and domestic purposes upon other agricultural lands; that each share of stock issued by this corporation shall designate on the face thereof whether the water represented by such stock is to be used upon platted lots, subdivisions for residential or business purposes, or upon agricultural lands; that each class of said capital stock shall be entitled to the same voting power per share and shall be subject to the same assessments per share for the maintenance of said water system and all other expenses of this corporation;

"That each subscriber to or purchaser of capital stock in this corporation shall have issued to him one share of the said stock of this corporation for each platted lot or subdivision for residential or business purposes owned by him not exceeding the size of 25 feet frontage by 125 feet in depth, or for each separate parcel of one-half acre or less of agricultural lands; which share of stock shall entitle him to receive from the waters of this corporation the amount of water fixed by the Directors of this corporation as being necessary to properly irrigate such platted lot or subdivision or agricultural one-half acre and for domestic purposes of the owner, and two shares of said stock for each acre of agricultural land owned by him, which said two shares shall entitle him to receive from the waters of this corporation the amount of water fixed by the directors of this corporation as being necessary to properly irrigate such acre of land and for domestic purposes of the owner;

"That the Board of Directors of this corporation shall have the power from time to time to determine the amount of water necessary for the proper irrigation of lands platted into blocks and lots or subdivided for residential or business purposes, as above-mentioned, and the amount of water necessary for the proper irrigation of agricultural lands, as above-mentioned, and for domestic purposes of the owners thereof and cause said necessary amount of water to be delivered to each of said classes of land when and as needed; that said Board of Directors shall have authority to adopt such reasonable rules and regulations governing the delivery and use of said water as shall be for the best interests of the water users from its said system as a whole, and to cause such water to be delivered and used in accordance with said rules and regulations; and may prescribe and enforce a proper system of rotation between the users of water from said system in the use thereof.

"and

"BE IT FURTHER RESOLVED that the President and Secretary of this corporation and the Board of Directors be and they

hereby are authorized to prepare, certify to and file with the proper officers of the State of Idaho a certificate of amendment, showing the amendment of the Articles of Incorporation in the above particulars and to take any and all steps that may be necessary which they shall or may deem advisable in complying with the law in said amendment."

And also:

"WHEREAS, it is desirable and to the best interests of the South Boise Water Company, a corporation, that the Directors of said corporation be elected for terms of longer than one year, so that the experience gained by said Directors may be carried over to succeeding Boards of Directors;

"NOW, THEREFORE, BE IT RESOLVED That Article V of the Articles of Incorporation of the South Boise Water Company, a corporation, be and the same is hereby amended to read as follows:

"V.

"The number of directors of this corporation shall be five (5) and shall be elected at the annual meeting of the stockholders of this corporation on such date as may be provided for in the By-Laws of this corporation and shall be elected as follows: Three (3) from the date of the annual meeting to be held in 1951 for two years, and two (2) from the date of the annual meeting in 1951 for a term of one (1) year; at the expiration of a term as above set forth each succeeding term shall be for a period of two (2) years.

"and

"BE IT FURTHER RESOLVED that the President and Secretary of this corporation and the Board of Directors be and they hereby are authorized to prepare, certify to and file with the proper officers of the State of Idaho a certificate of amendment, showing the amendment of the Articles of Incorporation in the above particulars and to take any and all steps that may be necessary which they shall or may deem advisable in complying with the law in said amendment."

IN WITNESS WHEREOF, South Boise Water Company has caused these presents to be signed by the President and Secretary, who acted as Chairman and Secretary respectively of said meeting of the stockholders at which said proceedings were had, this 10<sup>th</sup> day of April, 1952.

*A. H. Chatham*

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President.

*Edith Tuma*

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Secretary.

SUBSCRIBED and sworn to before me this 10<sup>th</sup> day of April, 1952.

*Ronald Walker*

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Notary Public for Idaho  
Residence: Boise, Idaho