



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

GREAT FEEDER CANAL COMPANY, LIMITED

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed
in this office on the **25th** day of **January, 1956**

original articles of amendment, as provided by Sections 30-147, 30-160 Idaho Code,
amending Articles II, III, IV and V. Repealing Article VI., and making the term
of corporate existence perpetual

and that the said articles of amendment contain the statement of facts required by law, and are
recorded on Film No. **93** 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 **25th** day
of **January**, in the year of our Lord
one thousand nine hundred **fifty-six**,
and the Independence of the United States of
America the One Hundred **Eightieth**.

Secretary of State

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
GREAT FEEDER CANAL COMPANY, LTD.

WE, THE UNDERSIGNED, HEREBY CERTIFY THAT WE ARE PRESIDENT AND SECRETARY RESPECTIVELY OF THE GREAT FEEDER CANAL COMPANY, LTD., AND PRESIDED AT A SPECIAL MEETING OF THE STOCKHOLDERS OF GREAT FEEDER CANAL COMPANY, LTD., HELD AT THE DISTRICT COURTHOUSE IN RIGBY, JEFFERSON COUNTY, IDAHO, ON THE 23RD DAY OF APRIL, 1955, AT 1:00 O'CLOCK P.M., OF SAID DAY; THAT BY UNANIMOUS VOTE OF THE MEMBERS ATTENDING SUCH MEETING THE FOLLOWING AMENDMENTS TO THE ARTICLES OF INCORPORATION WERE DULY ADOPTED, TO-WIT:

RESOLVED, THAT ARTICLE II OF THE ARTICLES OF INCORPORATION OF GREAT FEEDER CANAL COMPANY, LTD., BE AMENDED TO READ AS FOLLOWS:

ARTICLE II

THE OBJECTS OF THIS COMPANY AND THE BUSINESS IN WHICH IT PROPOSES TO ENGAGE ARE THE FOLLOWING:

SECTION A. TO DIVERT, UNDER RIGHTS OWNED BY ITS STOCKHOLDERS, WATER FROM THE SOUTH FORK OF THE SNAKE RIVER AT THE EXISTING PLACE OF DIVERSION (THAT BEING IN THE SOUTHEAST QUARTER OF SECTION 36, TOWNSHIP 4 NORTH, RANGE 40 EAST OF THE BOISE MERIDIAN), OR AS THAT PLACE OF DIVERSION MAY BE RELOCATED FROM TIME TO TIME, WHEN AND AS REQUIRED; TO CARRY SUCH WATER BY CANAL CHANNEL KNOWN AS THE DRY-BED OF THE SNAKE RIVER; AND UNDER THE STATUTORY PRIVILEGE OF USING NATURAL CHANNELS, TO CARRY WATER THROUGH THE DRY-BED TO THE TERMINUS DESCRIBED IN SECTION B OF THIS ARTICLE FOR DIVERSION BY THE COMPANY'S RESPECTIVE STOCKHOLDERS.

SECTION B. TO CARRY THE WATER TO WHICH EACH STOCKHOLDER IS ENTITLED UNDER THE CARRIAGE RIGHTS DEFINED IN SECTION B OF ARTICLE III TO THEIR RESPECTIVE POINTS OF DIVERSION FROM THE MAIN NATURAL CHANNEL OR CHANNELS OF THE DRY-BED, BUT NOT BEYOND THE TERMINUS AT THE INTERSECTION OF THE DRY-BED BY THE CENTER LINE OF SECTION 1, TOWNSHIP 4 NORTH, RANGE 38 EAST OF THE BOISE MERIDIAN, JEFFERSON COUNTY, IDAHO.

SECTION C. TO CONSTRUCT AND OPERATE AND MAINTAIN SUCH CANALS,

DITCHES, RESERVOIRS AND WORKS AS ARE NECESSARY OR PROPER IN THE CARRYING OUT OF THE OBJECTS AND PURPOSES DESCRIBED IN SECTIONS A AND B OF THIS ARTICLE, AND OF CARRYING WATER FOR ITS STOCKHOLDERS.

SECTION D. TO FIX AND COLLECT FROM ITS STOCKHOLDERS SUCH ASSESSMENTS, TOLLS OR OTHER CHARGES AS ARE REQUIRED TO FINANCE THE COMPANY'S AUTHORIZED ACTIVITIES. SUCH ASSESSMENTS, TOLLS OR OTHER CHARGES SHALL BE ASSESSED EQUALLY AMONG THE OUTSTANDING SHARES OF STOCK, BUT THE COMPANY MAY PROVIDE, FROM TIME TO TIME, BY ACTION OF ITS BOARD OF DIRECTORS, FOR A MINIMUM CHARGE FOR EACH SUCH SHARE WITH ADDITIONAL CHARGES PER SHARE PER IRRIGATION SEASON IN PROPORTION TO THE TOTAL VOLUME OF WATER CARRIED PER SHARE.

SECTION E. TO RECEIVE, ACQUIRE, HOLD, PURCHASE, DISPOSE OF, CONVEY, MORTGAGE AND/OR LEASE, REAL OR PERSONAL PROPERTY; TO DISPOSE OF, SELL, LEASE, ASSIGN, TRANSFER, MORTGAGE AND/OR CONVEY ANY RIGHTS, PRIVILEGES, FRANCHISES, REAL OR PERSONAL PROPERTY OF THE CORPORATION OTHER THAN ITS FRANCHISE OF BEING A CORPORATION, AND TO ACQUIRE, PURCHASE, GUARANTY, HOLD, MORTGAGE, OWN, VOTE, SELL, PLEDGE, AND/OR OTHERWISE DISPOSE OF AND DEAL IN SHARES, BONDS, SECURITIES AND DEBENTURES, AND OTHER EVIDENCES OF INDEBTEDNESS OF OTHER CORPORATIONS, COMESTIC OR FOREIGN.

SECTION F. TO ENTER INTO CONTRACTS OR OBLIGATIONS OF ANY TYPE OR KIND NECESSARY OR PROPER TO THE TRANSACTION OF THE ORDINARY AFFAIRS, AND FOR THE PURPOSES OF THE CORPORATION.

SECTION G. TO ACQUIRE BY PURCHASE OR OTHERWISE, AND HOLD, SELL, CONVEY, ENCUMBER OR TRANSFER ALL KINDS OF REAL AND PERSONAL PROPERTY OF EVERY KIND AND DESCRIPTION REQUIRED IN CONNECTION WITH THE CONDUOT OF THE BUSINESS OF THE COMPANY.

SECTION H. TO BORROW MONEY AND OTHERWISE INCUR INDEBTEDNESS WITHOUT LIMIT AS TO AMOUNT; AND TO DRAW, MAKE, ACCEPT, ENDORSE, TRANSFER, ASSIGN, GUARANTY, EXECUTE, AND ISSUE BONDS, DEBENTURES, NOTES, CHECKS, DRAFTS, BILLS OF EXCHANGE, NEGOTIABLE INSTRUMENTS, AND ALL OTHER INSTRUMENTS FOR THE PAYMENT OF MONEY, NEGOTIABLE OR NONNEGOTIABLE, AND WHETHER SECURED OR UNSECURED.

SECTION I. TO HAVE, EXERCISE AND ENJOY ALL THE POWERS NOW OR HEREAFTER GRANTED TO THE CORPORATIONS ORGANIZED UNDER THE LAWS OF THE STATE OF IDAHO, AND PARTICULARLY THOSE APPLICABLE OF THE POWERS AND PRIVILEGES GRANTED TO CORPORATIONS BY CHAPTER 1 OF TITLE 30 OF THE IDAHO CODE, AND CHAPTER 24 OF TITLE 42 OF THE IDAHO CODE, AND ANY PRESENT AND/OR FUTURE AMENDMENTS THERETO, AND TO DO ANY ACT OR THING NECESSARY OR CONVENIENT FOR THE TRANSACTION OF THE AFORESAID BUSINESS AND/OR CARRYING INTO EFFECT ANY AND ALL OF THE AFORESAID OBJECTS AND PURPOSES.

SECTION J. ALL OF THE FOREGOING PROVISIONS OF THIS ARTICLE II ARE TO BE CONSTRUED BOTH AS OBJECTS AND POWERS, AND IT IS EXPRESSLY PROVIDED THAT THE ENUMERATION HEREIN OF SPECIFIC OBJECTS AND POWERS SHALL NOT BE HELD TO LIMIT OR RESTRICT IN ANY MANNER THE GENERAL POWERS AND POWERS OF THE CORPORATION; PROVIDED, HOWEVER, THAT NOTHING HEREIN CONTAINED SHALL BE DEEMED TO AUTHORIZE OR PERMIT THE CORPORATION TO CARRY ON ANY BUSINESS OR TO EXERCISE ANY POWER OR DO ANY ACT WHICH CORPORATIONS FORMED UNDER THE LAWS OF THE STATE OF IDAHO NOW OR HEREAFTER EXISTING MAY NOT, AT THE TIME, LAWFULLY CARRY ON OR DO. IT IS THE INTENTION THAT THE PURPOSES, OBJECTS, AND POWERS SPECIFIED IN EACH OF THE PARAGRAPHS OF THIS ARTICLE II OF THESE ARTICLES OF INCORPORATION SHALL, EXCEPT AS OTHERWISE PROVIDED, IN NOWISE BE LIMITED OR RESTRICTED BY REFERENCE TO, OR INFERENCE FROM, THE TERMS OF ANY OTHER CLAUSE OR PARAGRAPH IN THIS PARAGRAPH CONTAINED, OR OF ANY OTHER PROVISIONS OF THESE ARTICLES OF INCORPORATION, AND IT IS THE INTENTION THAT THE PURPOSES, OBJECTS AND POWERS SPECIFIED IN THESE ARTICLES OF INCORPORATION SHALL BE REGARDED AS INDEPENDENT PURPOSES, OBJECTS AND POWERS.

BE IT FURTHER RESOLVED, THAT ARTICLE III OF THE ARTICLES OF INCORPORATION OF THE GREAT FEEDER CANAL COMPANY, LTD., BE AMENDED TO READ AS FOLLOWS:

ARTICLE III

SECTION A. THE AMOUNT OF CAPITAL STOCK OF THIS CORPORATION SHALL BE \$200,000.00 DIVIDED INTO 40,000 SHARES OF THE PAR VALUE OF \$5.00 PER SHARE.

SECTION B. EACH SHARE OF STOCK SHALL ENTITLE THE HOLDER TO A CARRIAGE RIGHT IN THE COMPANY'S SYSTEM FOR ANY PROPORTIONATE SHARE OF THE TOTAL WATER ACCRUING TO THE RIGHTS OWNED BY THAT SHAREHOLDER, BUT THE COMPANY SHALL NOT BE OBLIGATED TO CARRY AT ANY TIME FOR EACH SHARE OF STOCK MORE THAN FIVE INCHES OF WATER (ONE-TENTH CUBIC FEET PER SECOND).

SECTION C. EACH STOCKHOLDER IN THE CORPORATION OWNING AND CARRYING WATER IN THE CORPORATE IRRIGATION SYSTEM SHALL BE HELD RESPONSIBLE FOR INSTALLING AND THEREAFTER MAINTAINING AT STOCKHOLDER'S EXPENSE, ITS OWN HEAD GATES, OVERFLOW, CANALS, DITCHES AND STRUCTURES FOR THE DIVERSION OF WATER FROM THE MAIN NATURAL CHANNEL OR CHANNELS OF THE DRY-BED INTO THE RESPECTIVE DITCHES AND CANALS OF THE STOCKHOLDERS. THE BOARD OF DIRECTORS MAY, FROM TIME TO TIME, ESTABLISH RULES AND REGULATIONS WITH RESPECT TO, AND ACTUALLY SUPERVISE, SUCH DIVERSIONS OF WATER AND THE INSTALLATION AND MAINTENANCE OF FACILITIES THEREFOR.

SECTION D. THE COMPANY AND ITS OFFICERS, AGENTS AND EMPLOYEES WILL USE THEIR BEST EFFORTS AND BEST JUDGMENT TO MAKE AVAILABLE TO EACH STOCKHOLDER IN THE MAIN NATURAL CHANNEL OR CHANNELS OF THE DRY-BED, THE WATER TO WHICH IT IS ENTITLED TO HAVE CARRIED BY THE COMPANY; SHOULD ANY STOCKHOLDER FEEL AGGRIEVED BECAUSE OF AN ALLEGED MISTAKE OR INACCURACY IN THE AMOUNT OF WATER BEING CARRIED, THE COMPANY WILL CORRECT THE ERROR AS EARLY AS POSSIBLE. NO LIABILITY, HOWEVER, SHALL ACCRUE AGAINST THE COMPANY OR ITS OFFICERS, AGENTS, OR EMPLOYEES BY REASON OF SHORTAGE IN THE QUANTITY OF WATER BEING CARRIED BY REASON OF DROUGHT, INACCURACY IN DISTRIBUTION, HOSTILE DIVERSIONS BY THIRD PARTIES, PRIOR OR SUPERIOR CLAIMS, ACCIDENT TO OR FAILURE OF THE FACILITIES COMPRISING OR USED IN CONNECTION WITH THE COMPANY'S SYSTEM, BUT NOTHING IN THIS SUBARTICLE SHALL ALTER THE RIGHT OF ANY STOCKHOLDER TO HAVE CARRIED FOR IT THROUGH THE COMPANY'S SYSTEM, WATER TO WHICH IT IS ENTITLED AS A STOCKHOLDER OF THE COMPANY.

BE IT FURTHER RESOLVED THAT ARTICLE IV OF THE ARTICLES OF INCORPORATION BE AMENDED TO READ AS FOLLOWS:

ARTICLE IV

THE EXISTENCE OF THIS CORPORATION IS TO BE PERPETUAL.

BE IT FURTHER RESOLVED, THAT ARTICLE V OF THE ARTICLES OF INCORPORATION OF SAID CORPORATION BE AMENDED TO READ AS FOLLOWS:

ARTICLE V

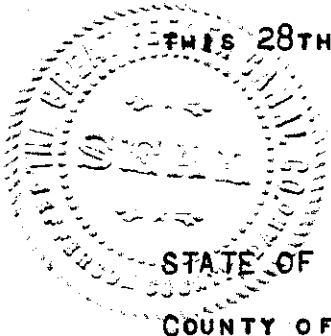
THE OFFICERS OF THE COMPANY SHALL BE A PRESIDENT, VICE-PRESIDENT, SECRETARY AND TREASURER, AND THE NUMBER OF DIRECTORS SHALL BE NOT LESS THAN FIVE NOR MORE THAN NINE, AS PRESCRIBED BY THE BY-LAWS OF SAID CORPORATION WITH FULL POWERS TO MANAGE AND CONTROL THE AFFAIRS OF SAID CORPORATION, AS PROVIDED BY LAW.

BE IT FURTHER RESOLVED, THAT ARTICLE VI OF THE ARTICLES OF INCORPORATION BE REPEALED.

THAT NOTICE OF THE INTENTION TO AMEND THE ARTICLES OF INCORPORATION WAS GIVEN BY PUBLICATION AT LEAST ONCE A WEEK FOR FOUR WEEKS IN THE RIGBY STAR, A NEWSPAPER PUBLISHED IN JEFFERSON COUNTY, IDAHO, THE SAME BEING THE COUNTY WHEREIN SUCH MEETING WAS HELD; THAT SAID NOTICE COMPLIED WITH THE PROVISIONS OF PARAGRAPH 6 AND DID STATE THE TIME AND PLACE AT WHICH THE VOTE ON THE AMENDMENT OF SAID ARTICLES OF INCORPORATION WOULD BE TAKEN, AND DID CONTAIN A SUMMARY OF THE PROPOSED CHANGES IN THE ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, WE HAVE HEREUNTO SET OUR HANDS AND AFFIXED THE CORPORATE SEAL OF SAID GREAT FEEDER CANAL COMPANY, LTD.,

THIS 28TH DAY OF APRIL, 1955.



STATE OF IDAHO

COUNTY OF BONNEVILLE

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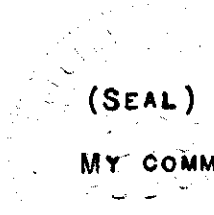
Leonard E. Graham
Eldred Lee

LEONARD GRAHAM AND ELDRED LEE, BEING FIRST DULY SWORN, EACH FOR HIMSELF, DEPOSES AND SAYS: THAT HE IS THE PRESIDENT AND SECRETARY RESPECTIVELY OF THE GREAT FEEDER CANAL COMPANY, LTD., AND AS SUCH PRESIDED AT THE MEETING AT WHICH THE ABOVE ACTION WAS TAKEN; THAT THEY HAVE READ THE ABOVE AND FOREGOING CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION OF GREAT FEEDER CANAL COMPANY, LTD., KNOW THE CONTENTS THEREOF, AND VERILY BELIEVE THE FACTS THEREIN STATED, TO BE TRUE.

Leonard E. Graham
Eldred Lee

SUBSCRIBED AND SWORN TO BEFORE ME THIS 28TH DAY OF APRIL,

1955.


(SEAL)
Dorothy Furmelt
NOTARY PUBLIC
FOR THE STATE OF IDAHO
RESIDING AT IDAHO FALLS, IDAHO

MY COMMISSION EXPIRES: May 10, 1957