



Department of State.

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

I, PETE T. CENARRUSA, 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

AERODROME WATER ASSOCIATION, INC.

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the *18th* day of *December* 19 *75*, original articles of amendment, as provided by Sections *30-146 and 30-147, Idaho Code, amending Articles VI and VII*

and that the said articles of amendment contain the statement of facts required by law, and are recorded on *8.56* ~~Film No.~~ *microfilm* 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 *18th* day of *December*, A. D., 19 *75*

Secretary of State

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF
AERODROME WATER ASSOCIATION, INC.

In accordance with Article VI of the Articles of Incorporation of Aerodrome Water Association, Inc., and pursuant to a duly called meeting of the members of the association, held at the Association Office at Henley Aerodrome, Athol, Idaho, on Monday, December 1, 1975 at 6 PM, at which all of the members were present, and upon unanimous vote of the members, the Articles of Incorporation of Aerodrome Water Association, Inc. were, and herewith are, amended as follows:

ARTICLE VI is deleted, and amended as follows:

ARTICLE VI

Section 1 This Association shall not have capital stock, but its capital shall be represented by membership certificates.

Section 2 Under the terms and conditions prescribed in its bylaws this Association shall admit as members only such persons, groups of persons, organizations or corporations owning the property to which the service is desired and having a reasonable accessibility to the source of and need for the service from the systems constructed, maintained and operated by the Association; provided, however, the Association shall not be required to admit members if the capacity of its system is exhausted by the needs of its existing members.

Section 3. The membership fee in this Association shall be fixed and determined by its bylaws. The voting power and property rights and interest of each member whose fees are fully paid and who is in good standing shall be equal and each member shall be entitled to one vote only. New members upon their admission in this association shall be entitled to one vote and to share in the property of the Association equally with the old members. When a member has paid his membership fee in full he shall receive a certificate of membership. Assessments against members and a determination of their liabilities shall be fixed by the bylaws of the association.

Section 4. The members present or represented by proxy at any meeting of members regularly called shall constitute a quorum for the conduct of business at such meeting in accordance with the notice thereof.

Section 5. This Association is organized on a nonprofit basis for the mutual benefit of its members and consequently will not have profits from which to pay dividends on its capital. After all expenses of the Association have been paid and reasonable reserves as determined by the board of directors set aside, the net earnings of the Association shall accumulated in a surplus fund for the purpose of replacing, enlarging, extending, and repairing the system and property of the Association, and for such other purposes as the board of directors may determine to be for the best interests of the Association. The said surplus fund or any portion thereof may from time to time at the discretion of the board of directors be distributed to the members as provided in the bylaws, on the basis of the assessments and charges made and levied against and paid by such members during the year.

Section 6. These articles may be amended in any manner permitted or authorized by law by the favorable vote of a majority of the members present or represented by proxy at a meeting of the members duly called upon notice of the specific purpose thereof and containing a statement of the proposed amendment.

ARTICLE VII is deleted and amended as follows:

ARTICLE VII

The number of directors shall be five and the names and addresses of those who are to serve as directors for the first term and until their successors are elected and qualified are:

| <u>NAME</u> | <u>ADDRESS</u> |
|-------------------|--------------------------------------|
| JAMES P. ALLEN | Box 222 Athol, Idaho 83801 |
| WAYNE D. ANDERSON | Box 23, Hayden Lake, Idaho 83835 |
| WALTER REDFERN | RR 1, Athol, Idaho 83801 |
| GLADYS E. BUROKER | Henley Aerodrome, Athol, Idaho 83801 |
| CLAYTON E. HENLEY | Henley Aerodrome, Athol, Idaho 83801 |

The members of The Aerodrome Water Association, Inc. on December 1, 1975 directed the President of the association, and the Secretary of the association to accomplish the filing of the foregoing ARTICLES OF AMENDMENT with the Office of the Secretary of State, State of Idaho.

(S E A L)

James P. Allen
JAMES P. ALLEN, President

Velda Redfern
VELDA REDFERN, Secretary

STATE OF IDAHO)
)ss
COUNTY OF KOOTENAI)

BE IT REMEMBERED, that on this 4th day of December, 1975, personally appeared before me, a Notary Public in and for the State of Idaho, JAMES P. ALLEN, and VELDA REDFERN, known to me to be the President and the Secretary of Aerodrome Water Association, Inc. and acknowledged to me that they executed the foregoing as their own free act and deed, and that the facts therein stated are truly set forth.

Given under my hand and seal of office the day and year aforesaid.

Clayton E. Henley
Notary Public in and for the
State of Idaho

My Commission Expires September 23, 1976 Residing in Athol, Idaho