

FILED EFFECTIVE

ARTICLES OF INCORPORATION  
of  
Coalition For Water Within Water Basin 34, Inc.

2004 APR 12 PM 2:36

STATE OF IDAHO

The undersigned, in order to form a Non-Profit Corporation under the provisions of Title 30, Chapter 3, Idaho Code, submits the following articles of incorporation to the Secretary of State:

**Article 1: Name**

The name of the corporation shall be: Coalition For Water Within Water Basin 34, INC.

**Article 2: Purpose**

The corporation is organized exclusively for charitable and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Specifically, the corporation is organized to protect and enhance the water resources within Water Basin 34 and to ensure that within the district there is fair and equitable water distribution upon which the citizens and environment depend.

**Article 3: Initial Registered Agent and Office**

The street address of the initial registered office is 3576 N. 3400 W., Moore, ID 83255 and the name of its initial registered agent at such address is Jacqueline L. Harwood.

**Article 4: Board of Directors**

The qualifications, manner of selection, duties, terms, and other matters relating to the Board of Directors (referred to as the "Board of Directors") shall be provided in the bylaws. The initial Board of Directors shall consist of four (4) persons. The number of directors may be increased or decreased by amendment of the bylaws but shall consist of no fewer than four (4) persons. In electing directors, members shall not be permitted to cumulate their votes by giving one candidate as many votes as the number of directors to be elected or by distributing the same number of votes among any number of candidates. The names and addresses of the initial directors shall consist of the following persons at the following addresses:

Name	Street Address
1. Tip Harwood, President	3588 N. 3400 W., Moore, ID 83255
2. Jim Beverly, Vice-President	3318 W. 3175 N., Moore, ID 83255
3. Jacqueline Harwood, Secretary	3376 N. 3400 W., Moore, ID 83255
4. Sharon Parsons, Treasurer	289 Park Rd., Arco, ID 83213
5.	

**Article 5: Name and Address of Incorporator**

The name and address of the incorporator is: Tip Harwood, 3388 N. 3400 W. Moore, ID 83255.

IDAHO SECRETARY OF STATE  
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#### **Article 6: Mailing Address**

The mailing address of the corporation shall be: P.O. Box 53, Arco, ID 83213.

#### **Article 7: Membership**

The corporation shall have one class of voting members as provided in the bylaws.

#### **Article 8: Dissolution**

Upon dissolution of the corporation, its assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations as said court shall determine, which are organized and operated exclusively for such purposes.

#### **Article 9: Restrictions**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, officers, directors, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 2 hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The corporation shall have no power to take any action prohibited by the Idaho Non-Profit Corporation Act.

The corporation shall have no power to:

1. Engage in activities or use its assets in manners that are not in furtherance of one or more exempt purposes as set forth above and defined by the Internal revenue Code;
2. Serve a private interest other than one that is clearly incidental to an overriding public interest;
3. Carry on an unrelated trade or business except as a secondary purpose related to the corporation's primary, exempt purposes.

In Witness Whereof, I have executed these Articles of Incorporation on the 9<sup>th</sup> day of April, 2004.

Tip Harwood  
Tip Harwood, Incorporator