

ARTICLES OF INCORPORATION

of

ROSWELL PARK and LATERAL COMPANY.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we hereby certify:

FIRST:

That the name of this corporation is and shall be Roswell Park and Lateral Company.

SECOND:

That the purposes and objects for which it is formed are:

(a) To buy, sell, own, construct, maintain and operate ditches, laterals and pipelines of every kind for the purpose of carrying, conveying and delivering water for irrigation and domestic purposes, and in general to do and perform all things needful and lawful for the conveying and delivery of water belonging to the stockholders of this Company.

(b) To sell, convey, lease, exchange, mortgage,

or otherwise incumber or dispose of any of the property of the Company and to undertake and direct the management and sale of any of the property of the Company, real or personal.

(c) To enter into, make, perform and carry out contracts of every sort and kind with any person, firm, association or corporation, and to borrow or raise money for any purpose of the corporation; to issue its bonds, notes, or other obligations, for money borrowed, or in payment of or exchange for any real or personal property, or rights acquired, or other value received by the corporation, and to secure such obligations by pledge or mortgage of or upon the whole or any part of the property at any time held by the corporation, and to sell or pledge such bonds or discount such notes or other obligations for its proper corporate purposes.

(d) To hold, purchase, subscribed for, or otherwise acquire, and to sell, assign, transfer, mortgage, pledge or otherwise dispose of, shares of the capital stock issued by other corporations, and while the holder thereof to exercise all the rights and privileges of ownership, including the right to vote thereon.

(e) To do all and every thing necessary, suitable or proper for the accomplishment of any of the purposes or the attainments of any one or more of the objects herein enumerated or incidental to the powers herein named and this to the same extent and as fully as natural person might or could do; and to conduct its business

any of its property in Canyon County, Idaho, and Malheur County, Oregon.

PROVIDED, however, that all the above mentioned purposes, objects and powers are subject to the express limitation that all stock issued by this Company shall be appurtenant to and used with and upon the particular land for which it is issued; that all extensions of laterals in addition to canals and flumes already constructed shall be constructed at the expense of the party desiring to use the same, but maintenance of said extended laterals is to be at the expense of the corporation.

THIRD:

That the place where its principal business shall be transacted is the town of Parma, County of Canyon, State of Idaho.

FOURTH:

That the term for which said corporation is to exist shall be fifty (50) years from and after the date of its incorporation.

FIFTH:

That the number of its directors shall be five and the names and residences of those who are appointed for the first year and until their successors are elected and qualified are:

<u>Name</u>	<u>Residence</u>
John Steele,	Parma, Canyon County, Idaho.
S. G. Tunning,	Parma, Canyon County, Idaho.
Arthur H. Yates,	Parma, Canyon County, Idaho.
James W. Frye,	Parma, Canyon County, Idaho.
Charles E. Paine,	Parma, Canyon County, Idaho.

SIXTH:

That the amount of the capital stock of the corporation shall be \$ Two Thousand Dollars divided into 2000 shares of the par value of \$1.00 each.

SEVENTH:

that the amount of said capital stock which has been actually subscribed is \$ 600 and the number of shares subscribed by each subscriber and the par value thereof are as follows:

<u>Name</u>	<u>No. of Shares.</u>	<u>Par Value</u>
John Steele,	1	\$1.00
S. G. Tunning,	1	\$1.00
Arthur H. Yates,	1	\$1.00
James W. Frye,	1	\$1.00
Charles E. Paine,	1	\$1.00
Roswell Park Fruit Company, Limited,	1	\$1.00

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 9<sup>th</sup> day of March, 1918.

S.G. Tuning (SEAL)

Charles Paine (SEAL)

John Steele (SEAL)

Arthur H. Yates (SEAL)

James W. Fry (SEAL)

ROSWELL PARK FRUIT COMPANY, LIMITED (SEAL)

By S.G. Tuning (SEAL)

Vice President

Attest:

J.E. Kernick  
Secretary.

State of Idaho )  
County of Canyon ) ss.

On the 9 day of March, 1918, before me [Signature], a Notary Public in and for said State, personally appeared John Steele, S.G. Tuning, Arthur H. Yates, James W. Frye and Charles E. Paine, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same; and also personally appeared S.G. TUNING, known to me to be the Vice President of Roswell Park Fruit Company, Limited, the corporation that executed the within instrument, and acknowledged to me that said corporation executed the same; and I further certify that all of said persons are bona fide residents of the State of Idaho.

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

[Signature]  
Notary Public,  
Residing at Parma, Idaho.

STATE OF IDAHO,

County of Canyon, } ss.

I, E. C. Knowlton, Ex-Officio Recorder in and for Canyon County, State of Idaho, do hereby certify that the annexed is a full, true and complete transcript of the Articles of Incorporation of Roswell Park and Lateral Company as the same appears on the files in this office.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal this 14<sup>th</sup> day of March, A. D., 1918.

By G. B. Parsons Deputy. E. C. Knowlton, Ex-Officio Recorder.