

**FILED/EFFECTIVE**

01 APR 24 AM 8:49

SECRETARY OF STATE  
STATE OF IDAHO

**ARTICLES OF INCORPORATION**

**OF**

**SAM'S HOLLOW WATER COMPANY**

The undersigned, acting as the incorporator of a nonprofit corporation ("Corporation") organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 17, Idaho Code ("Act"), adopts the following Articles of Incorporation ("Articles").

IDAHO SECRETARY OF STATE

04/24/2021 09:00  
CK: 14382 CR: 145475 BH: 393888

1 F 30.00 INC MONP # 2

C138745

**Article I. Name**

The name of the Corporation is SAM'S HOLLOW WATER COMPANY.

**Article II. Nonprofit Status**

The Corporation is a nonprofit corporation.

**Article III. Period of Duration**

The period of duration of the corporation is perpetual.

**Article IV. Registered Office and Agent**

The location of the Corporation is Fish Haven, Bear Lake County, Idaho. The address of the initial registered office is 201 E. Center Street, Pocatello, Idaho 83201, and the name of the initial registered agent at this address is Randall C. Budge.

**Article V. Purposes**

The purposes for which the Corporation is organized and will be operated are as follows:

A. To acquire, develop, own and operate water rights and a system of pipelines, tanks, and equipment utilized to provide culinary water for domestic and irrigation purposes and sewage disposal for the use and benefit of the Members of the Corporation.

B. To exercise all powers granted by law necessary and proper to carry out the foregoing purposes, including, but not limited to, the power to accept donations of money and property,

whether real or personal, or any other things of value. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or to do any act that a corporation formed under the Act, or any amendment thereto or substitute therefor, may not at that time lawfully carry on or do.

#### **Article VI. Limitations**

No part of the net earnings or the assets of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, 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 V hereof. No substantial part of the activities of the Corporation shall be for the carrying on of propaganda, or otherwise 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 any candidate for public office. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(12) of the Internal Revenue Code of 1986, as amended from time to time.

#### **Article VII. Members**

The Corporation shall have members who shall have such rights as are provided in the Act and By Laws that are consistent with the management authority that these Articles grant the Board of Directors of the Corporation. Any person who owns real property within the service area of the Corporation as defined by the Board of Directors who agrees to use water, sewer or other services furnished by the Corporation when such service shall become available through its facilities may become a member of the Corporation upon payment of the annual dues and assessments fixed by the Board of Directors.

### **Article VIII. Board of Directors**

The affairs of the Corporation shall be managed by its Board of Directors. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Corporation's By Laws. Each Director of the Corporation shall, at all times, be a member of the Corporation. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected by the members or existing Directors of the Corporation in the manner and for the term provided in the By Laws of the Corporation.

The names and street addresses of the persons constituting the initial Board of Directors are:

<b><u>NAMES</u></b>	<b><u>ADDRESSES</u></b>
C. Howard Johnson dba Bear Lake Haven	4380 S. Syracuse St., Ste 510 Denver, Colorado 80237
Doug Johnson dba Canyon Estates	P.O. Box 44 Laketown, Utah 84038
J. Alton Kearn	1247 Eastridge Circle Sandy, Utah 84094

### **Article IX. Membership Dues and Assessments**

Membership dues and assessments may be charged to all members or classes of membership in equal amounts or in different amounts or proportions upon different members or classes of membership and some members or classes of membership may be made exempt from such membership dues. The Board of Directors is authorized to fix the amount of membership dues and assessments from time to time, and to make them payable at such times or intervals, and upon such notice, and by such methods as the Board of Directors may prescribe.

### **Article X. Distribution on Dissolution**

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all of the assets of the Corporation consistent with the purposes of the Corporation to such organization or organizations

as shall at that time qualify as exempt organizations under Section 501(c)(12) of the Internal Revenue Code of 1986, as amended from time to time, in such manner as the Board of Directors shall determine. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Corporation is then located, exclusively for the purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.

**Article XI. Incorporator**

The name and street address of the incorporator are:

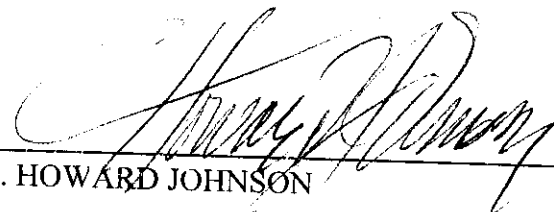
C. Howard Johnson  
dba Bear Lake Haven  
4380 S. Syracuse St., Suite 510  
Denver, Colorado 80237

**Article XII. By Laws**

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in these By Laws.

The Board of Directors of the Corporation shall be authorized to amend the Corporation's By Laws at a properly noticed special or regular meeting of the Board of Directors.

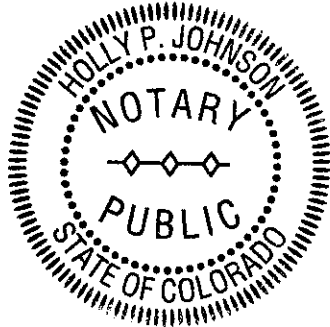
DATED this 30<sup>th</sup> day MARCH, 2001.

X   
C. HOWARD JOHNSON

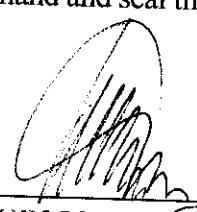
STATE OF Colorado )  
City AND : ss  
County of DAVER )

On this 30<sup>th</sup> day of MARCH, 2001, before me, the undersigned, a Notary Public in and for said State, personally appeared C. Howard Johnson, known to me to be the person whose name is subscribed to the foregoing and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year first above written.



(SEAL)

  
NOTARY PUBLIC FOR: STATE OF COLORADO  
Residing at: 597 E. James St. Highlands Ranch  
My Commission Expires: FEBRUARY 02, 2005