



**Department of State.**

**CERTIFICATE OF INCORPORATION  
OF**

PECK SIDING CORPORATION

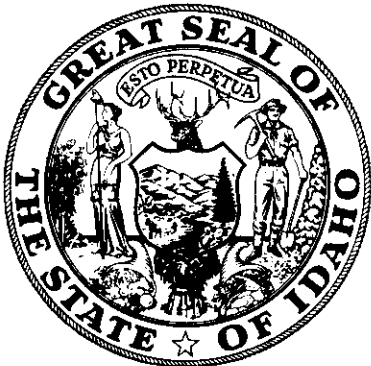
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that  
duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

PECK SIDING CORPORATION

duly signed pursuant to the provisions of the Idaho Nonprofit Corporation Act, have been received  
in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of  
Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated July 31, 19 80.



*Pete T. Cenarrusa*  
SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

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SECRETARY OF  
STATE

ARTICLES OF INCORPORATION

OF

PECK SIDING CORPORATION

1 The undersigned, being full age citizens of the United  
2 States and residents of the State of Idaho, do hereby voluntarily  
3 associate ourselves for the purpose of forming a non profit  
4 corporation under the provisions of Chapter 3, Title 30, Idaho  
5 Code, and amendments thereto. We hereby certify, adopt and set  
6 forth the Articles of Incorporation of Peck Siding Corporation  
7 as follows:

8  
9 ARTICLE I

10 Name

11 The name of this non profit corporation is Peck Siding  
12 Corporation.

13 ARTICLE II

14 Location and Post Office Address

15 The street address of the initial registered office of  
16 the corporation is 125 Johnson Avenue, Orofino, Clearwater County,  
17 Idaho; and the mailing address of the registered office of the  
18 corporation is P.O. Box 1918, Orofino, Idaho 83544.

19 ARTICLE III

20 Registered Agent

21 The initial registered agent of the corporation is  
22 Karl Steven Laws, 125 Johnson Avenue, P.O. Box 1918, Orofino,  
23 Idaho.

24 ARTICLE IV.

25 Duration

26 The term of existence of this corporation shall be  
27 perpetual from the time of the filing of the Articles of  
28 Incorporation in the office of the Secretary of State of Idaho.

29 ARTICLE V.

30 Purposes

31 A. To purchase, lease, take, appropriate, hold, own

1 or otherwise acquire, and to maintain and operate water rights,  
2 and acquire, purchase, lease, take, appropriate, own, hold,  
3 build, maintain and operate wells, dams, canals, ditches, flumes,  
4 pipelines and all other works necessary or convenient for the  
5 appropriation, diversion, storage, transportation and distribution  
6 or use of water for domestic uses.

7         B. To sink wells and shafts, and to make, build and  
8 construct, lay down and maintain, reservoirs, cisterns, culverts,  
9 filter beds, mains and other pipes and appliances, to acquire  
10 licenses, concessions and permits therefor and, in general to  
11 execute and do all other works and things necessary or convenient  
12 for obtaining storing, delivering, measuring and distributing  
13 water.

14         C. To levy assessments in such manner and in such  
15 amount as may be provided in the by-laws of this corporation  
16 and as may be provided by the laws of Idaho.

17         D. To sell, provide, supply, and otherwise distribute  
18 to its members in and in the vicinity of Clearwater Plateau Sub-  
19 division, Clearwater County, Idaho, water for domestic purposes.

20         E. To have and exercise all powers, privileges and  
21 rights conferred on corporations by the laws of the State of  
22 Idaho and all powers and rights incidental in carrying out the  
23 purposes for which this corporation is formed except such as are  
24 inconsistent with the expressed provisions of the laws of Idaho  
25 under which this corporation is formed.

26         F. The foregoing shall be construed both as objects  
27 and powers and the enumeration thereof shall not be held to  
28 limit or restrict in any manner the general powers conferred on  
29 this corporation by the laws of Idaho.

30                                 ARTICLE VI.

31                                 Capital

       A. This corporation shall not have capital stock,

1 but its capital shall be represented by membership certification.

2 B. Membership fees in this corporation shall be as  
3 determined by the board of directors. The voting power and  
4 property rights and interest of each member whose fees are fully  
5 paid and who is in good standing shall be equal and each member  
6 shall be entitled to one vote only. New members upon admission  
7 to this corporation shall be entitled to one vote and to share  
8 in the property of the association equally with old members.  
9 When a member has paid his membership fee in full, he shall  
10 receive a certificate of membership. Assessments against members  
11 and the determination of their liabilities shall be fixed by  
12 the by-laws of this corporation.

13 C. This corporation is organized as a non profit  
14 corporation for the mutual benefit of its members and consequently  
15 shall not pay dividends on capital. After all expenses of the  
16 corporation have been paid and reasonable reserves as determined  
17 by the Board of Directors have been set aside, the net earnings  
18 of the corporation shall be accumulated for such purposes as the  
19 Board of Directors may determine to be in the best interests of  
20 the corporation.

21 ARTICLE VII.

22 Directors

23 The corporation shall have three (3) directors who  
24 shall at all times be citizens of the United States. The names  
25 and addresses of the initial members of the Board of Directors  
26 who shall manage the business of the corporation until the first  
27 annual meeting of the corporation shall be as follows:

28	Karl Steven Laws	921 Miles Avenue
29		Orofino, Idaho
30	Darrel E. Olson	1385 Ahsahka Road
31		Orofino, Idaho

1 Ray Andrews Lowell, Idaho

2 ARTICLE VIII.

3 Names and Addresses of Incorporators

4 The name and address of each of the incorporators is:

5 Karl Steven Laws 921 Miles Avenue  
6 Orofino, Idaho

7 Darrel E. Olson 1385 Ahsahka Road  
8 Orofino, Idaho

9 Ray Andrews Lowell, Idaho

10 ARTICLE IX.

11 Provisions for By-Laws

12 The corporation shall be governed by a duly adopted  
13 code of by-laws which shall not be inconsistent with these  
14 Articles or inconsistent with the laws of Idaho. The meetings  
15 of the members of the corporation shall be held and the by-laws  
16 shall be adopted in accordance with the laws of Idaho, subject  
17 only to the issuance of the Certificate of Incorporation by the  
18 Secretary of State.

19 ARTICLE X.

20 Amendment of Articles

21 These Articles of Incorporation may be amended by the  
22 minimum vote required by the laws of the State of Idaho of the  
23 members of the corporation at any regular meeting or at a special  
24 meeting called for the purpose by a majority of the Board of  
25 Directors after thirty (30) days written notice to all members,  
26 which notice shall be in conformance with the statutes of the  
27 State of Idaho.

28 IN WITNESS WHEREOF, we, the undersigned, being all of  
29 the incorporators of Peck Siding Corporation, have executed these  
30 Articles of Incorporation this 14 day of July 1980.

31 Karl Steven Laws  
Karl Steven Laws

Darrel E. Olson  
Darrel E. Olson

Ray L. Andrews  
Ray Andrews

1 STATE OF IDAHO )  
2 County of Clearwater )

3 On this 14 day of July 1980, before me, the undersigned,  
4 a notary public in and for the State of Idaho, personally  
5 appeared KARL STEVEN LAWS, known to me to be the person whose  
name is subscribed to the within and foregoing instrument and  
acknowledged to me that he executed the same.

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

8 Beverly Tuss  
9 Notary Public in and for the State  
10 of Idaho, residing at Orofino,  
11 therein.

12 STATE OF IDAHO )  
13 County of Clearwater )

14 On this 14 day of July 1980, before me, the under-  
15 signed, a notary public in and for the State of Idaho, personally  
16 appeared DARREL E. OLSON, known to me to be the person whose  
17 name is subscribed to the within and foregoing instrument and  
acknowledged to me that he executed the same.

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

20 Beverly Tuss  
21 Notary Public in and for the State  
22 of Idaho, residing at Orofino,  
therein.

23 STATE OF IDAHO )  
24 County of Clearwater )

25 On this 14 day of July 1980, before me, the under-  
26 signed, a notary public in and for the State of Idaho, personally  
27 appeared RAY ANDREWS, known to me to be the persons whose name  
is subscribed to the within and foregoing instrument and  
acknowledged to me that he executed the same.

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

30 Beverly Tuss  
31 Notary Public in and for the State  
of Idaho, residing at Orofino,  
therein.