

State of Idaho

Department of State

CERTIFICATE OF AMENDMENT OF

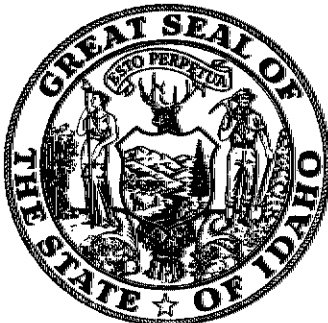
MID-WAY WATER CO., INC.

File Number C 99727

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Amendment to the Articles of Incorporation of MID-WAY WATER CO., INC., 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 Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles of Amendment.

Dated: May 12, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *Shirley R. Davis*

ARTICLES OF AMENDMENT
OF
MID-WAY WATER CO., INC.

MAY 12 4 57 PM '95

SECRETARY OF STATE

Amendment of Articles of Incorporation of Mid-Way Water Co., Inc., a non-profit corporation organized under the laws of the State of Idaho, executed by Kent C. Howell, its president and Lynn R. Bingham, its secretary.

1. The Corporation was organized on September 23, 1992.
2. The Corporation on the proposal of its Board of Directors by resolution and duly adopted by said Board of Directors setting forth the proposed amendment and directing that the same be submitted to a vote of the stockholders/members entitled to vote and respect thereof at a designated meeting of such stockholders/members, and on the adoption thereof by said stockholders/members at said meeting as provided by law, does hereby, by Kent C. Howell, its president and Lynn R. Bingham, its secretary, execute and acknowledge the following amendment additions to the Articles of Incorporation of Mid-Way Water Co., Inc.:

ARTICLE XI

Upon dissolution of the Corporation, all remaining assets of the Corporation will be distributed to all persons who are stockholders/members during all or any part of the period in which the assets were held in proportion to the amount of business done with those members/stockholders or their assigns during that period of time insofar as it is practicable.

Also, in addition to Article III of the Articles of Incorporation, a new sub-paragraph "d" shall read as follows:

Articles of Amendment - Page 1

IDAH0 SECRETARY OF STATE
19950512 0900 88780 2
CX #: 4828 CUST# 23891

CORP
1@ 30.00= 30.00

#: C

(d) To qualify under Section 501(c)(12) of the Internal Revenue Code as an exempt non-profit corporation.

3. The above amendments are made pursuant to Idaho Code, §30-3-93 and have been adopted by a two-thirds majority of the stockholders/members entitled to vote thereon by written approval of amendment, as required by the laws of the State of Idaho and the Articles of Incorporation of Midway Water Co., Inc.

EXECUTED BY the undersigned president and secretary of said Corporation at Preston, Idaho, on May 5, 1995, 1995.

MIDWAY WATER CO., INC.

By: Kent C. Howell
President

By: Lynn R. Bingham
Secretary

STATE OF IDAHO)
County of Franklin) ss

I, THANE D. WINWARD, a notary public, do hereby certify that on this 5th day of MAY, 1995, personally appeared before me and who, being by me first duly sworn, declared that they are the President and Secretary of MIDWAY WATER CO., INC., that they signed the foregoing document as President and Secretary of the corporation, and that the statements therein contained are true.

Thane D. Winward
NOTARY PUBLIC for State of Idaho
Residing at: PRESTON
Commission Expires: 12-01-98