



Department of State.

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

I, Ira H. Masters, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the

THE DEMPSEY IRRIGATING COMPANY

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the 6th day of June, 1955,

original articles of amendment, as provided by Sections 30-116, 30-117, Idaho Code, making the term of existence perpetual.

and that the said articles of amendment contain the statement of facts required by law, and are recorded on Film No. 90 of Record of Domestic Corporations of the State of Idaho,

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have been amended accordingly.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed

the Great Seal of the State. Done at Boise City,
the Capital of Idaho, this 6th day
of June, in the year of our Lord
one thousand nine hundred fifty-five,
and the Independence of the United States of
America the One Hundred Seventy-ninth.

Secretary of State

CERTIFICATE OF EXTENSION OF CORPORATE EXISTENCE

OF

THE DEMPSEY IRRIGATING
COMPANY

WE, the undersigned, JUNE L. BENSON and JOHN H. ROBERTS, President and Secretary, respectively, of The Dempsey Irrigating Company, a corporation organized and existing under and by virtue of the laws of the State of Idaho, do hereby certify that the following resolution, at a special meeting of the shareholders called and held on the 21st day of March, 1955, for the purpose of considering the extension of the corporate existence of said corporation, was adopted and the following action approved by written assent of two-thirds of the stockholders of this Company, to-wit:

"WHEREAS, the period of corporate existence of THE DEMPSEY IRRIGATING COMPANY, a corporation, existing under and by virtue of the laws of the State of Idaho, has expired, and said corporation by and through its stockholders being desirous of extending said term of corporate existence under and pursuant to the laws of the State of Idaho, and making said existence perpetual, as particularly provided by Section 30-160, Idaho Code.

NOW, THEREFORE, BE IT RESOLVED that the Articles of Incorporation of THE DEMPSEY IRRIGATION COMPANY, were duly filed of record on the 29th day of January, 1903, authorizing the existence of said corporation for a period of fifty years from that date, and said term of corporate existence having expired, and it being the desire of the owners and stockholders of more than two-thirds of said stock of said corporation, with the right to vote said stock, that the corporate existence of said corporation be extended and made perpetual, and the President and Secretary are hereby authorized and instructed to certify these proceedings and to file the same with the Secretary of State of the State of Idaho, as in such cases provided by law, and we unconditionally approve the extension of said corporate term, as hereinbefore set forth, and the taking of all necessary legal action to extend the same.

We further certify that there was present at the meeting shareholders representing six hundred twenty-six shares, and that the total

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POCATELLO, IDAHO

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ASSOCIATE

number of shares outstanding are eight hundred fourteen, such shareholders being as follows, and the shares that each owns are set opposite such shareholder's name, to-wit:

<u>Name</u>	<u>Number of Shares</u>
Avery, George	2.50
Avery, Golden	6.50
Bell, Hortense-	1
Bell, Dewain	1
Bell Marion	2.50
Bower, Elmer	20
Brandon, C. Watt	2
Brewington, W. W.	2.50
Byington, E. R.	55
Christenson, Jos. A.	.50
Christenson, Pearl	13
Cronney, Mose	1
Daybreast, Elizabeth	10
Evans, Afton	10
Evans, Mrs. D. H.	1
Green, Ida L.	1
Harris, Amelia	1
Headlee, Clyde	1
Higgins, Elden	2
Hogan, Marlin L.	21
Hooper, E. C.	1
John, Sadie	1
Kofoed, Artell	28.23
Lake, Melvin	1
Larson, Mrs. Ernest W.	3
Lava Cemetery	6
L.D.S. Church	1
Lindstrom, Alvin	1
Morrison, Alexander	10
Phelps, Della C.	49
Potter, John	1
Potter, Francis	12
Potter, Glen	2
Preslar, Leland	36.58
School District 30	2
Schultz, H. L.	1
Snow, D. A.	15.17
State of Idaho	30
Thobor, Criss	1
Thomas, Harold	3
Topaz Irrigation Co.	427
Upchurch, George	8
Van Dam, Mrs. Lucille Connell	5.75
Wilson, Arthur E.	1
Whitehead, Wallace	12.77

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and that there were present at such meeting held on the 21st day of March, 1955, the following named shareholders, owing shares as set opposite their name, to-wit:

<u>Name</u>	<u>Number of Shares</u>
Topex Irrigation Company	427
E. R. Byington	55
Ellis Christiansen	13
Merlyn Hogan	21
Francis Potter	13
Della Phelps (by proxy)	49
Leland Preslar (by proxy)	36
Wallace Whitehead (by proxy)	12

and that all present voted affirmatively in support of said motion a fore-mentioned.

We also certify that at a meeting of the directors of said Company, duly held on the 21st day of March, 1955, the following resolution was unanimously adopted:

"BE IT RESOLVED that the corporate existence of THE DEMPSEY IRRIGATING COMPANY, a domestic corporation, expired on the 29th day of January, 1953; and

"WHEREAS, more than two-thirds of the stockholders of said corporation, at a meeting called for the purpose of voting on the extension of the corporate existence of said corporation voted in favor thereof, and at such meeting the Board of Directors was authorized to take the necessary steps for the extension of the corporate existence of said corporation; and

"BE IT FURTHER RESOLVED that the Chairman and the Secretary of this Board duly certify forthwith these proceedings to the Secretary of State, under seal of this corporation, and take all necessary action to have the corporate existence of said corporation extended and made perpetual from the date of said expiration."

WITNESS our hands and seals and the seal of said corporation this 12th day of May, 1955.

ATTEST:

John H. Roberts
Secretary of The Dempsey Irrigating Company

June L. Benson
President of The Dempsey Irrigating Company

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STATE OF IDAHO)
) SS
COUNTY OF BANNOCK)

On this 12th day of May, 1955, before me, a Notary Public in and for the State of Idaho, personally appeared JUNE L. BENSON, known to me to be the President, and JOHN H. ROBERTS, known to me to be the Secretary of THE DEMPSEY IRRIGATING COMPANY, and whose names are subscribed thereto as President and Secretary respectively, and each of them having been first duly sworn on oath did depose and say that the matters and things stated in said certificate are true.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Lava Hot Springs, Bannock County, Idaho, this 12th day of May, 1955.

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O. R. BAUM
POCATELLO, IDAHO

RUBY Y. BROWN
ASSOCIATE

(SEAL)

W. H. Karsner
Notary Public for the State of Idaho,
Residing at Lava Hot Springs, Idaho.
My Commission expires: Jan 12, 1956