



## Department of State.

### CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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 original of the articles of incorporation of

ROUND VALLEY ACRES WATER ASSOCIATION, INC.

was filed in the office of the Secretary of State on the 7th day of July A.D., One Thousand Nine Hundred seventy-five and will be /duly recorded on ~~Film~~ microfilm of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for Perpetual Existence from the date hereof, with its registered office in this State located at

Challis, Idaho

in the County of

Custer

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 7th day of July, A.D., 19 75 .

Pete T. Cenarrusa

Secretary of State.

Corporation Clerk.

TED C. SPRINGER  
Attorney at Law  
Post Office Box 408  
Challis, Idaho 83226  
(208) 879-2312

ARTICLES OF INCORPORATION  
OF  
ROUND VALLEY ACRES WATER ASSOCIATION, INC.

KNOW ALL MEN BY THESE PRESENTS That we, the undersigned, each of whom is of full age and a resident of the State of Idaho and citizen of the United States, do hereby associate ourselves together for the purpose of forming a non-profit corporation in accordance with Section 30-117A of the Idaho Code, and do hereby make, execute, and acknowledge these Articles in writing.

ARTICLE II.

The name of said Corporation shall be ROUND VALLEY ACRES WATER ASSOCIATION, INC.

ARTICLE II.

The principal place of business of the Corporation shall be P.O. Box Challis, Custer County, Idaho.

ARTICLE III.

This Corporation shall have perpetual existence.

ARTICLE IV.

The purposes for which the Corporation is formed are to construct, acquire, hold, own, maintain, operate and control a private water system of systems within or without the State of Idaho for its members and distribute waters therefrom, and as a means of accomplishing the foregoing purposes, the Corporation shall have the power to exercise all powers authorized by Idaho Code 30-114 not inconsistent with the provisions of Idaho Code 30-117A, including but not limited to the power to purchase, receive by gift, devise or bequest or otherwise acquire absolutely or jointly with any other person or corporation, any property, real or personal, or any interest therein; to own, mortgage, lease, donate, sell or otherwise use or dispose of such property; to invest, lend, donate or expend its funds; to borrow funds and secure their repayment; to sue and be sued; to elect such officers and to employ such agents and employees as the business of the Corporation shall require and allow them suitable compensation; and to transact and do all such matters and things as are or shall be considered as conducive or incidental to the foregoing purposes for which this Corporation is formed.

ARTICLE V.

(1) The Corporation shall have no capital stock, membership in the Corporation shall be evidenced by membership certificates, and there the Corporation shall have one class of membership.

(2) Membership in the Corporation shall represent the right to share with the other members in the use of the water system facilities of the Corporation, proportionately within the limits as shall be established herein.

~~the Bylaws of the Corporation, subject to payment of a reasonable fee, and subject to the provision of the applicable law, the Board of Directors to provide the information, and the Corporation shall be bound by said Bylaws.~~

(3) Any person owning or having an equity in a lot or lots situated within the Round Valley Acres Subdivision and all additions now or hereafter established, as now or hereafter platted and recorded in the official records of the Custer County Recorder, Challis, Idaho, may be eligible for membership in the Corporation by agreeing to comply with these Articles of Incorporation and upon application therefor to the Corporation the Board of Directors; Provided, however, the Corporation shall not be required to admit members if the capacity of the water system facilities is exceeded or exhausted by the needs of its existing members. New members shall be entitled to vote and share in the property of the Corporation with the old members in accordance with the general rule or rules of the Corporation.

(4) Each member who is in good standing and whose fees are fully paid shall be entitled to vote one vote for each lot in which said person holds an interest; provided however that there shall be no more than one vote for each lot. In the event a lot is owned, or interests therein are held, by more than one person, then said persons shall be entitled to cast one vote for the lot as they themselves determine.

#### ARTICLE VI.

The affairs of the Corporation shall be under the control of three (3) directors, who shall be members of the Corporation, unless the number of members of the Corporation is less than three (3), in which case the number of directors shall be equal to the number of members. Those who shall serve as directors and manage the affairs of the Corporation for the first year and until their successors are duly elected and qualified are:

THOMAS A. BUTTS, Challis, Idaho 83226  
DONNA LEE BUTTS, Challis, Idaho 83226

#### ARTICLE VII.

These Articles or the Bylaws of the Corporation may be altered, amended or new Bylaws adopted at any regular meeting or at any special meeting of the members, called for that purpose, by the affirmative vote of two-thirds (2/3) of the members present at such meeting.

IN WITNESS WHEREOF, the persons who have associated themselves together to form this nonprofit corporation, have hereunto set forth their hands this 24 day of June, 1975.

NAME

ADDRESS

Thomas A Butts  
THOMAS A. BUTTS

Box 6 Challis

Kenneth A Butts  
KENNETH A. BUTTS

Box 539 Challis, Id.

Donna Butts  
DONNA BUTTS

Box 6 - Challis, Id.

ARTICLES OF INCORPORATION  
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STATE OF IDAHO

County of Custer

ss.

On this 24 day of June, 1975, before me, a notary public in and for the said State, personally appeared THOMAS A.

BUTTS known to me to be the person whose name subscribed to the within instrument, and acknowledged to me that executed the same.

(SEAL)

Tom Spritzer  
Notary Public for Idaho  
Residing at Challis, Idaho 83226

STATE OF IDAHO

County of Custer

ss.

On this 24 day of June, 1975, before me, a notary public in and for the said State, personally appeared KENNETH A.

BUTTS known to me to be the person whose name subscribed to the within instrument, and acknowledged to me that executed the same.

(SEAL)

Tom Spritzer  
Notary Public for Idaho  
Residing at Challis, Idaho 83226

STATE OF IDAHO

County of Custer

ss.

On this 24 day of June, 1975, before me, a notary public in and for the said State, personally appeared DONNA LEE

BUTTS known to me to be the person whose name subscribed to the within instrument, and acknowledge to me that executed the same.

(SEAL)

Tom Spritzer  
Notary Public for Idaho  
Residing at Challis, Idaho 83226