



CERTIFICATE OF AMENDMENT  
OF

PEOPLES CANAL & IRRIGATION COMPANY

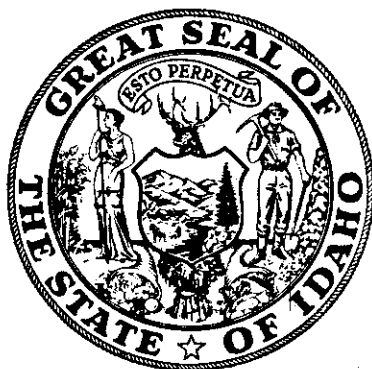
I PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that  
duplicate originals of Articles of Amendment to the Articles of Incorporation of \_\_\_\_\_

PEOPLES CANAL & IRRIGATION COMPANY

duly signed and verified pursuant to the provisions of the Idaho Business 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 July 14, 19 82



*Pete T. Cenarrusa*

SECRETARY OF STATE

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

ARTICLES OF AMENDMENT

JUL 14 8 40 AM '82  
SECRETARY OF STATE

We, the undersigned, president and secretary of Peoples Canal & Irrigation Company do hereby certify:

1. The name of the corporation is Peoples Canal & Irrigation Company.

2. The amendments to the Articles of Incorporation of Peoples Canal & Irrigation Company are as follows:

A. That a new article designated Eighth be added as follows:

Eighth, This corporation is a non-profit corporation.

B. That a new article designated Ninth be added as follows:

Ninth, All outstanding shares of the corporation shall continue to be assessable for payment of the obligations of the corporation in the manner and to the extent provided in the By-Laws of the corporation and as said By-Laws may from time to time be amended.

C. That a new article designated Tenth be added as follows:

Tenth, The capital stock of the corporation may not be transferred without the approval, in writing, of the Board of Directors in the manner provided in the By-Laws. When any proposed transfer of stock would result in the use of water under the corporation's water rights outside of the service area of the corporation as described in the By-Laws, or for purposes other than irrigation, the Board of Directors shall require, in addition and before final approval, compliance with all applicable provisions of law. All transfers of stock shall be made in the manner provided in the By-Laws.

D. That a new article designated Eleventh be added as follows:

Eleventh, Those shareholders present at an annual or special shareholders' meeting shall constitute a quorum for purposes of transacting any business before the meeting.

3. The foregoing amendments to the Articles of Incorporation were adopted and approved at the annual meeting

of the shareholders of Peoples Canal & Irrigation Company on January 19, 1981.

4. There are 20,000 shares outstanding of Peoples Canal & Irrigation Company of which 19,200 shares are entitled to vote on amendments to the Articles of Incorporation.

5. At the annual meeting of shareholders of Peoples Canal & Irrigation Company held on January 19, 1981, 2,050 shares of stock voted in favor of the foregoing amendments to the Articles of Incorporation of Peoples Canal & Irrigation Company and 0 voted against said amendments.

6. Said amendments do not provide for exchange, reclassification or cancellation of issued shares.

7. Said amendments effect no change in the amount of stated capital of Peoples Canal & Irrigation Company.

Frank L. Bailey  
President  
Jack Bellinger  
Secretary

(corporate seal)

STATE OF IDAHO )  
County of Bingham ) ss.

I, Elmer Langworth, a Notary Public, do hereby certify that on this 6 day of July, 1982, personally appeared before me Frank L. Bailey and Jack Bellinger, who, being by me first duly sworn, declare that he is the President and Secretary of Peoples Canal & Irrigation Company that he signed the foregoing document as President and Secretary of the corporation, and the statements therein contained as true.

Elmer Langworth  
Notary Public for Idaho  
Residing at: 24 Box 201 Blackfoot, Idaho 83221  
My Commission Expires: 11-5-84

(seal)