

State of Idaho

Department of State.

CERTIFICATE OF INCORPORATION OF

THE EAST TETON CANAL COMPANY

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 _____

THE EAST TETON CANAL COMPANY

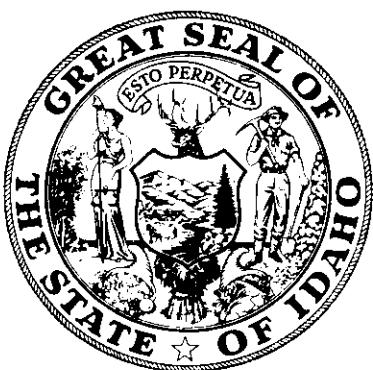
duly signed pursuant to the provisions of the Idaho Nonprofit Corporation Act, have been received
in this office and are found to conform to law.

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 November 29, 19 82.

Pete Cenarrusa
SECRETARY OF STATE

Corporation Clerk



ARTICLES OF INCORPORATION
OF
THE EAST TETON CANAL COMPANY

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a corporation, under the laws of the State of Idaho.

WE DO HEREBY CERTIFY:

FIRST

That the name of said corporation is THE EAST TETON CANAL COMPANY, and is formed as a non-profit corporation.

SECOND

That the purposes for which the corporation is formed are to own, acquire, lease, hold, manage, control, operate and maintain an irrigation system, water and water rights, all for the benefit of the corporation and its stockholders, to conduct any business, and to do all and every thing necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the purposes by the furtherance of any benefits for the corporation and its stockholders, not inconsistent with the laws under which the corporation is organized.

This corporation existed heretofore under the same name, its original Articles of Incorporation having been filed with the Secretary of State of the State of Idaho on April 26, 1899, for a term of fifty years, and that charter was forfeited on December 1, 1914. Nevertheless, the corporation continued as a de facto corporation, owning and acquiring water rights and other rights and properties under and by virtue of the laws of the State of Idaho, continuing to elect directors and officers and operate for all intents and purposes as if its charter had never been forfeited. The purpose, therefore, of executing and filing these Articles of Incorporation with the Secretary of State is to re-instate said corporation as a legal corporate entity, recognizing the shareholders of the de facto corporation exactly as they existed on the execution of these Articles of Incorporation and for the purpose of acquiring from the de facto corporation all water rights and other rights and properties and assuming the liabilities, if any exist, as of date hereof, to continue and perpetuate the canal company entity.

THIRD

That the place where the principal business is to be transacted shall be Teton City, Fremont County, Idaho, and the registered agent for this corporation shall be Ray Pocock, Route 1, Sugar City, Idaho 83451.

R/T - Sugar City, Idaho 83448

*as per
Phyllis Edwards*

FOURTH

That the term for which the corporation is to exist shall be perpetual from and after the date of its incorporation, unless sooner dissolved or disincorporated pursuant to law.

FIFTH

That the number of its directors shall be five, and that the names and residences of those who are appointed for the first year are:

Ray Pocock Route 1 Sugar City, Idaho 83448	President and Director
Earl Siddoway Teton City, Idaho 83451	Director
Roy Jeppesen Route 4 Rexburg, Idaho 83440	Director
Jack Crawley Teton City, Idaho 83451	Director
Denton Siddoway Star Route Teton City, Idaho 83451	Director

The directors shall be elected at the annual meeting of the stockholders, to be held at the general office of the corporation in said Teton City, Idaho, unless at a different place designated by the board of directors, at a time in each year, to be designated by the by-laws.

SIXTH

That the amount of the capital stock of this corporation shall be \$1,876.00, divided into 1,876 shares with a par value of \$1.00 each. All stock shall be common stock and when fully paid shall not be subject to call. Each share of stock shall be entitled to one vote and all stock shall have equal rights.

The ownership of said stock shall be limited and shall be held and transferred as provided for in the By-Laws. No share shall have pre-emptive rights, and each stockholder may vote by written proxy pursuant to any limitations contained in the By-Laws. All stock shall be subject to assessment for use in paying all of the expenses of the corporation, including the expenses of maintenance and operation of the irrigation system.

SEVENTH

That the amount of said capital stock which has been actually subscribed and paid for is 1,876 shares, and following are the names of the persons by whom the same are subscribed:

<u>Name</u>	<u>Shares</u>
Boyd Ashcraft	35
Floyd Baker	47
Ray Baker	1
Bert Briggs, Jr.	20
Delbert Crain	40
Dean Crain	31
Jack Crawley	106
Kent Butikofer	23
Anthony Gardner	67
Kim Gardner	10
Dean Graham	25
Vonn Withers	17
Melvin Harris	5
Ted Hikida	30
Rulon Hughes	33
Robert Huskinson	20
Merle Jeppesen	85
Dallas Dean (Bud) Leavitt	15
Dean Leavitt	20
Sandy Mitchell	1
Jennie Ottesen	2
Max Ottesen	66
Ray Pocock	102
Ralph Pocock	19
Roy Jeppesen	117
Ross Schofield	2
Grant Mortensen	1
Melvin Schwendiman	14
Denton Siddoway	126
Emma Thomson	52
Stephen Siddoway and Douglas Siddoway	100
Boyd Siddoway	100
Harold Siddoway	132
Max Siddoway	4
Dean Brown	2
Earl Siddoway	52
Jimmy Siddoway	5
Walter Siddoway	78
Roy Stewart	41
Horace Thomson	33
Irma Thomson	4
John Thomson	75
Ronald Thomson	76
Rex Hughes	35
James Siddoway	7
Total	1,876

EIGHTH

The by-laws of this corporation may be adopted by the shareholders in the manner provided for by the laws of the State of Idaho.

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 8 day of November, 1982.

Ray Pocock
Ray Pocock, President

Earl Siddoway
Earl Siddoway

Roy Jeppesen
Roy Jeppesen

Denton Siddoway
Denton Siddoway

Jack Crawley
Jack Crawley

STATE OF IDAHO,
County of Madison.

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ss.
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On this 8th day of November, 1982, before me, the undersigned, a Notary Public in and for said State, personally appeared RAY POCOCK, EARL SIDDOWAY, ROY JEPPESEN, DENTON SIDDOWAY and JACK CRAWLEY, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

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

Ray W. Libby
Notary Public for Idaho
Residing at Rexburg, Idaho
My Commission is for Life