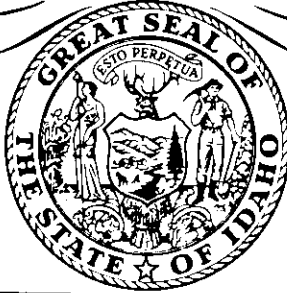


# State of Idaho



## 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

SOUTHGATE WATER ASSOCIATION, INC.

was filed in the office of the Secretary of State on the **tenth** day of **April** A.D., One Thousand Nine Hundred **seventy-four** and ~~will be~~ duly recorded on ~~Film No.~~ **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 **Caldwell, Idaho** in the County of **Canyon**

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 **10th** day of **April**, A.D., 19<sup>**74**</sup>.

Pete T. Cenarrusa  
Secretary of State.

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

ARTICLES OF INCORPORATION  
OF  
SOUTHGATE WATER ASSOCIATION, INC.

\* \* \* \* \*

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, all being citizens of the United States, of legal age, this day having voluntarily associated ourselves together for the purpose of forming a non-profit association under and pursuant to Idaho Code Section 30-117A, Chapter 1 Title 30 Idaho Code, and the general corporation statutes of the State of Idaho, do hereby certify:

ARTICLE I

The corporate name of this association shall be:  
SOUTHGATE WATER ASSOCIATION, INC.

ARTICLE II

The purpose or purposes for which said association is formed are:

(a) To provide a community water system for domestic water use and such other and additional uses as shall from time to time be necessary, excepting irrigation purposes.

(b) To provide and maintain a well, pumping plant, facilities, pipe lines and any other necessary equipment or facilities to permit the utilization of domestic water and water for other uses to the residences of Southgate Subdivision Number One, according to the official Plat thereof on file and of record in the office of the County Recorder, Canyon County, Idaho, recorded in Book 9 of Plats page 4, on the 21st day of April, 1970, and to the residences of Southgate Subdivision Number Two, according to the official Plat thereof on file and of record in the office of the County Recorder, Canyon County, Idaho, recorded in Book 1 of Plats, Page 28, on the 25th day of October, 1972; and to make other improvements of any kind or nature that may be determined from time to time for the benefit of the residents of said Southgate Subdivision Number One and Southgate Subdivision Number Two.

(c) To borrow money, issue bonds, mortgages or other commitments as security for money loaned or borrowed.

(d) To purchase, lease, hold, sell, develop, mortgage, convey or otherwise acquire or dispose of real and personal property necessary or proper for the carrying out of the purposes of this association.

(e) To do all things permitted of a non-profit association to be done under the laws of the State of Idaho.

1 ARTICLE III

2 The term for which this association shall be organized shall  
3 be perpetual.

4 ARTICLE IV

5 The principal place of business of said association shall be  
6 9th and Dearborn Street, Caldwell, Canyon County, Idaho 83605, c/o  
7 Gigray, Downen & Gigray, Attorneys at Law.

8 ARTICLE V

9 Any person who shall own or be a contract purchaser within  
10 said Southgate Subdivision Number One and Southgate Subdivision Number  
11 Two, shall be entitled to become a member of said association. Each  
12 member shall be entitled to one vote or fraction thereof, for each  
13 lot or fraction thereof of land owned or being purchased by said  
14 person in said Southgate Subdivision Number One and Southgate Sub-  
15 division Number Two. No stock or shares shall be required to be  
16 issued except as may be provided by the By-laws of the association.  
17 No share or interest in the association shall be separated or severed  
18 from the land and the ownership of the land shall be determinative  
19 of the right to exercise the vote of said interest or share in the  
20 association, subject to such provisions as may be contained from  
21 time to time in the By-laws. Each member's interest in the assets of  
22 the association shall be determined by the number of votes to which  
23 each member is entitled, provided however, that no dividends or  
24 profits of any kind shall ever be declared or paid to the members,  
25 except upon liquidation of the association.

26 ARTICLE VI

27 The affairs of the association shall be under the control of  
28 five (5) directors. Those who shall be directors to manage the  
29 affairs of the association for the first year and until their  
30 successors are duly elected and qualified are:

31 Francis W. Loop  
32 Verbena Drive  
Meridian, Idaho 83642

Mildred E. Loop  
Verbena Drive  
Meridian, Idaho 83642

Henry Besel  
Route #8  
Caldwell, Idaho 83605

Pete Araquistain  
Route #8  
Caldwell, Idaho 83605

Donald D. Price  
Route #8  
Caldwell, Idaho 83605

1 IN WITNESS WHEREOF, We, the incorporators, and named herein  
2 as the first Board of Directors, have set our hands and seals this  
3 15th day of February, 1974.

4 Francis W. Loop (SEAL)  
5 Francis W. Loop

6 Mildred E. Loop (SEAL)  
7 Mildred E. Loop

8 Henry Besel (SEAL)  
9 Henry Besel

10 Pete Araquistain (SEAL)  
11 Pete Araquistain

12 Donald D. Price (SEAL)  
13 Donald D. Price

14  
15 STATE OF IDAHO )  
16 ) ss.  
17 County of Canyon )

18 On this 15th day of February, 1974, before me, the under-  
19 signed, a Notary Public in and for said State, personally appeared  
20 FRANCIS W. LOOP, MILDRED E. LOOP, HENRY BESEL, PETE ARAQUISTAIN and  
21 DONALD D. PRICE, known to me to be the persons whose names are sub-  
22 scribed to the within instrument and acknowledged to me that they  
23 executed the same, and I further certify that each of said persons  
24 acknowledged to me that they were each over the age of twenty-one  
25 years and were each citizens of the United States of America.

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

29 Notary Public for Idaho  
30 Residing at Caldwell, Idaho  
31  
32