



Department of State.

**CERTIFICATE OF AMENDMENT
OF**

GREAT FEEDER CANAL COMPANY, LIMITED

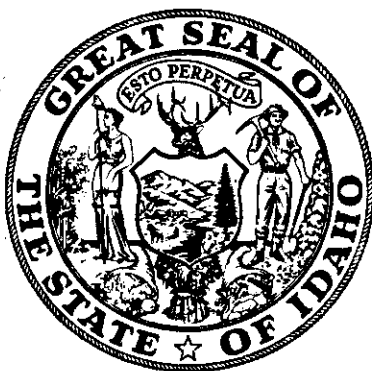
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that
duplicate originals of Articles of Amendment to the Articles of Incorporation of _____

GREAT FEEDER CANAL COMPANY, LIMITED

duly signed and verified 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
Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles
of Amendment.

Dated July 25, 19 83.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

JUL 13 8 48 AM '83
SECRETARY OF STATE

ARTICLES OF AMENDMENT
OF

JUN 30 3 17 PM '83
SECRETARY OF STATE

GREAT FEEDER CANAL COMPANY, LIMITED

the undersigned, President and Secretary of the GREAT FEEDER CANAL COMPANY, LIMITED, do hereby certify:

1. The name of the corporation is GREAT FEEDER CANAL COMPANY, LIMITED.

2. The amendments to the Articles of Incorporation of said Company are as follows:

(A) That Article I shall, in conjunction with a proposed restatement of the Articles, read as follows:

ARTICLE I

This certifies that the undersigned have, this day, restated Articles of Incorporation for the purposes hereinafter specified, which corporation is the GREAT FEEDER CANAL COMPANY, LIMITED, with the powers and privileges allowed corporations by law.

(B) That all sub-sections of Article II remain the same, except those amended to read as follows:

ARTICLE II

Section A. To divert, under rights owned by the stockholders, water from the South Fork of the Snake River at the existing point of diversion (that being in the Southeast Quarter (SE1/4) of Section 36, Township 4 North, Range 40, East of the Boise Meridian), or as the place of diversion may be relocated; and, to convey the water by canal channel in a generally northwesterly direction about three-fourths of a mile to the intersection of the Dry Bed of the South Fork of the Snake River; and, under statutory privilege of using natural channels, to carry water through the Dry

Bed to the terminus described in Section B of this Article, for diversion by the Company's respective stockholders.

Section B. To carry water in the Dry Bed to which each stockholder is entitled under carriage rights as defined in Section B of Article III, but not beyond the terminus at the intersection of the Dry Bed by the center line of Section 1, Township 4 North, Range 38, East of the Boise Meridian, Jefferson County, Idaho.

Section C. To construct and operate and maintain such Dry Bed channel and works as are necessary or proper in the carrying out of the objects and purposes described in Sections A and B of this Article, and of carrying water for its stockholders.

Section I. To have, exercise and enjoy all the powers now or hereafter granted to the corporations organized under the laws of the State of Idaho, and particularly those applicable of the powers and privileges granted to non-profit corporations by Chapter 3 of Title 30 of the Idaho Code, and, insofar as necessary, Chapter 1 of Title 30 of the Idaho Code, and Chapter 24 of Title 42 of the Idaho Code, and any present and/or future amendments thereto, and to do any act or thing necessary or convenient for the transaction of the aforesaid business and/or carrying into effect any and all of the aforesaid objects and purposes.

(C) That all sub-sections of Article III remain the same, except those amended to read as follows:

ARTICLE III

Section A. The amount of capital stock of this corporation shall be \$200,000 divided into 40,000 shares of the par value of \$5.00 per share. Each share of stock shall entitle the holder to a carriage right in the Company's system for that shareholders proportionate share of the total water carried by the Company; provided, the Company shall not be obligated to carry at any time for each share of stock, more than 5 miner's inches.

Section B. Each stockholder diverting water from the Dry Bed under its respective rights shall be responsible for seeing that the water reaches and/or enters his gate or ditch or canal, as the case may be, this Company being responsible only to see that the water delivered into its system, less the losses from seepage evaporation and other natural causes be conveyed from the beginning to the terminus.

Section C. Each stockholder in the corporation owning and carrying water in the corporate irrigation system shall be held responsible for installing and thereafter maintaining at stockholder's expense, its own headgates, overflow, canals, ditches and structures for the diversion of water from the Dry Bed into the respective diversions, and/or ditches, and/or canals of the stockholders. The Board of Directors may, from time to time, establish rules and regulations with respect to, and actually supervise, such diversions of water and the installation and maintenance of facilities therefor.

Section D. The Company and its officers, agents and employees will use reasonable efforts and reasonable judgment to carry to each stockholder the water to which it is entitled to have carried by the Company; should any stockholder feel aggrieved because of an alleged mistake or inaccuracy in the amount of water being carried, the Company will correct the error as early as possible. No liability, however, shall accrue against the Company or its officers, agents, or employees by reason of shortage in the quantity of water being carried by reason of drought, inaccuracy in distribution, hostile diversions by third parties, prior or superior claims, accident to or failure of the facilities comprising or used in connection with the Company's system, but nothing in this sub-article shall alter the right of any stockholder to have carried for it through the Company's system, water to which it is entitled as a stockholder of the company.

- (D) That a new article designated Article IX, be added as follows:

ARTICLE IX

Section A. The corporation is a non-profit corporation and shall at no time issue dividends to its stockholders.

Section B. All stock shall be assessable, meaning that the corporation may assess the stockholders from year to year for the amounts reasonably necessary, as determined by the Directors of the Company, needed to operate the Company.

Section C. All shares issued hereafter, whether for new stock, replacing lost shares, transfer of stock, or for any other reason, shall carry conspicuously on the stock certificate, the following restriction on transfer:

The stock represented by this certificate may be owned or transferred only to a person and/or entity who owns or whose shareholders own lands irrigated by water carried by the corporation.

This stock is assessable and the holder thereof is obligated to pay its share of the operation of the corporation.

3. The foregoing Amendments to the Articles of Incorporation were adopted and approved at the regular meeting of the shareholders of GREAT FEEDER CANAL COMPANY, LIMITED, on June 9, 1983.

4. There are 31,751.7 shares outstanding and the same number entitled to vote.

5. At the annual meeting of shareholders of GREAT FEEDER CANAL COMPANY, LIMITED, held on June 9, 1983, 26,623.1 shares voted in favor of Article I, as amended, and Article II, Section A, as amended, and 2674.2 shares voted against; 25,786.1 shares voted in favor of the rest of the proosed Amendments, and 1,577.4 shares voted against, and 3,511.2 shares abstained.

6. None of the amendments provide for an exchange, reclassification or cancellation of issued shares.

7. None of the amendments effect any change in the stated capital.

GREAT FEEDER CANAL COMPANY, LIMITED

Edwin E. Hanson
President

ATTEST

Eldred Lee
Secretary

STATE OF IDAHO)
)ss
County of Jefferson)

On this 29 day of June, 1983, before me, the undersigned, a Notary Public in and for said state, personally appeared Edwin E. Hanson and Eldred Lee, President and Secretary respectively of the Great Feeder Canal Company, Limited, and known to me to be the persons whose names are subscribed to the foregoing, and acknowledged to me that they executed the same, under oath and that the statements therein are true.

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

(seal)

Blair Hower
Notary Public for Idaho
Residing at Rigby, Idaho
Non-expiring Commission