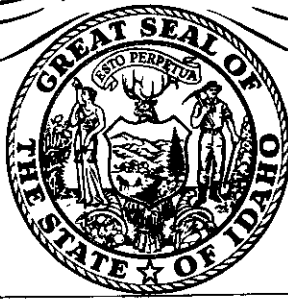


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, 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

GOLDEN VALLEY MUTUAL WATER COMPANY

was filed in the office of the Secretary of State on the **Ninth** day
of **March** A.D. One Thousand Nine Hundred **Sixty-one** and
duly recorded on Film No. **114** of Record of Domestic Corporations, of the State of Idaho,
& 30-804,
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
Burley in the County of **Cassia.**

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 **9th** day of **March**,
A.D., 19 **61**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

GOLDEN VALLEY MUTUAL WATER COMPANY

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, K. C. Barlow, Ray Barlow and Margaret Wimer, each being a natural person of full age, and a citizen of the United States of America, have voluntarily and do hereby associate ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we do hereby certify, declare and adopt the following articles of incorporation:

I

The name of this corporation shall be GOLDEN VALLEY MUTUAL WATER COMPANY, and the term of existence shall be perpetual.

II

The location and post office address of the registered office of this corporation shall be Burley, Cassia County, Idaho.

III

The nature of the business and the objects and purposes of this corporation shall be:

To construct, or otherwise acquire, maintain, manage, operate, and control an irrigation system, and to furnish domestic, stock and irrigation water therefrom to the shareholders of the corporation, exclusively, on land in Cassia County, Idaho; and to do any act or thing necessary or convenient

connected therewith for the purposes herein set forth or ancillary or related thereto; to acquire, own, rent, lease, mortgage, and dispose of all kinds of real and personal property; to establish rules and regulations for the use and distribution of water from the irrigation system aforesaid; and to levy and collect for its purposes tolls and assessments from its shareholders.

The foregoing provisions shall be construed as objects, purposes and powers; and it is hereby expressly provided that any enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

In general, this corporation shall have the power and authority to carry on any other business in connection with any of the foregoing, and to have and exercise all the powers conferred by the laws of the State of Idaho upon corporations; provided, however, that this corporation is not organized for profit, shall not be operated for profit, and shall be without the power to declare or disburse dividends.

IV

The capital stock of this corporation shall be One Hundred Fifty Thousand Dollars (\$150,000.00) divided into fifteen thousand (15,000) shares of stock of the par value of Ten Dollars (\$10.00) each. No distinction shall exist between the shares of this corporation and all such shares shall have the same rights in the corporation.

V

All or any portion of the capital stock may be issued for cash or in payment for real or personal property, services, or

any other rights or thing of value, for the uses and purposes of the corporation, and when so issued shall become and be fully paid, the same as though paid for in cash at par; and the directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock.

VI

From time to time the capital stock may be increased according to law, and may be issued in such amounts and proportions as shall be determined by the board of directors, and as may be permitted by law.

VII

The private property of the stockholders shall not be subject to payment of corporate debts to any extent whatsoever.

VIII

The name and post office address of each of the incorporators and a statement of the number of shares subscribed for by each, is as follows:

NAME	ADDRESS	NO. SHARES	AMOUNT
K. C. Barlow	Box 369, Burley, Idaho	1	\$10.00
Ray Barlow	Box 369, Burley, Idaho	1	\$10.00
Margaret Wimer	Box 369, Burley, Idaho	1	\$10.00

IX

This corporation reserves the right to amend, alter, change or repeal any provisions contained in this certificate of incorporation in the manner now or hereafter prescribed by statute,

and all rights conferred upon stockholders herein are granted, subject to this reservation.

We, the undersigned, being each one of the original subscribers to the capital stock hereinbefore named for the purpose of forming a corporation to do business both within and without the State of Idaho, and in pursuance of the laws of the State of Idaho, do make and file these articles of incorporation, hereby declaring and certifying that the facts herein stated are true, and we respectively agree to take the number of shares of stock hereinbefore set opposite our names and accordingly have hereunto set out hands and seals this 17th day of February, 1961.

K. C. Barlow
K. C. Barlow

Ray Barlow
Ray Barlow

Margaret Wimer
Margaret Wimer

STATE OF IDAHO,)
) ss.
COUNTY OF ADA,)

On this 18th day of February, 1961, before me, the undersigned, a Notary Public in and for said State, personally appeared K. C. BARLOW, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he 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.

Lerna W. Allen
Notary Public for the State of Idaho,
Residing at Boise, Idaho

STATE OF IDAHO,)
COUNTY OF CASSIA,) ss.

On this 28th day of February, 1961, before me, the undersigned, a Notary Public in and for said State, personally appeared RAY BARLOW, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he 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.

Lawman P. Bradley
Notary Public for the State of Idaho,
Residing at Burley, Idaho

Idaho
STATE OF ~~NEVADA~~,)
Cassia) ss.
COUNTY OF ~~BLISS~~,

On this 28th day of February, 1961, before me, the undersigned, a Notary Public in and for said State, personally appeared MARGARET WIMER, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that she 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.

Lawman P. Bradley
Notary Public for the State of ~~Idaho~~,
Residing at ~~Idaho~~, ~~Nevada~~ Idaho
Burley, Idaho