



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

RIVERVIEW SUBDIVISION WATER ASSOCIATION

was filed in the office of the Secretary of State on the **22nd** day of **October** **A.D.**, One Thousand Nine Hundred **seventy-five** and *will be* recorded on *Film-Normicrofilm* 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

Mountain Home, Idaho in the County of *Elmore*

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 **22nd** day of **October**, **A.D., 19 75**.

Pete T. Cenarrusa

Secretary of State.

Corporation Clerk.

10/22/75 52264

ARTICLES OF INCORPORATION
FOR
RIVERVIEW SUBDIVISION WATER ASSOCIATION
(Non-profit Corporation)

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned persons, all of whom are citizens of the United States of America and of full age, have this day voluntarily associated ourselves together for the purpose of forming a non-profit Corporation without capital stock, under and pursuant to Title 30, Section 30-117A of the laws of the State of Idaho, and that we do hereby make, acknowledge, and declare the following to be our articles of incorporation.

ARTICLE I

The name of this Corporation shall be RIVERVIEW SUBDIVISION WATER ASSOCIATION.

ARTICLE II

This Corporation is a non-profit Corporation, and shall have no capital stock and shall be composed of members rather than shareholders; and no dividends or pecuniary profits shall be declared to the members thereof.

ARTICLE III

The objects and purposes for which this Corporation is formed are as follows:

1. To acquire, own, and hold real estate and personal property which is instrumental to the operation of a domestic water system, including well sites, water rights, necessary easements and rights of way, wells, pumps, pump control equipment and related facilities, pressure tanks and/or water storage facilities, pump buildings, water distribution mains and appurtenances, water service connections, and any other property item or effect that may become instrumental for the purposes of which this Corporation is organized.
2. To supervise, manage, distribute, control, and supply water to the members of the Corporation, and to improve and maintain the domestic water system which serves the Riverview Subdivision and conduct all business necessary or instrumental to the same.
3. To make assessments and charges to members of the Corporation for water and water system appurtenances furnished in connection therewith, and which assessments and charges shall be disbursed by the Corporation only in payment for expenses of such water system and water system appurtenances.
4. To make contracts and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds or other obligations and secure any of its obligations by mortgage or pledge of all or any of its property and income.
5. To perform any lawful act necessary to the acquisition, ownership, maintenance and expansion of the domestic water system, any lawful act necessary to the distribution of water to members of the Corporation, and any other lawful act necessary or advisable in the furtherance of the Corporation.

6. To elect or appoint officers and agents of the Corporation and define their duties, to make and alter By-Laws not inconsistent with its Articles of Incorporation or with the laws of the State or the administration and regulation of the affairs of the Corporation.

ARTICLE IV

The principal place of business and the principal office of this Corporation shall be in the City of Mountain Home, Elmore County, Idaho.

ARTICLE V

The duration of this Corporation shall be perpetual.

ARTICLE VI

The Corporation shall have one classification of members which shall be designated as ASSOCIATION MEMBERS. The manner of selection, the qualifications, and the rights of said members shall be as follows:

Each owner of a platted lot within the Riverview Subdivision shall automatically hold upon acquisition of the title to the lot or upon the final execution of the contract for the sale of said lot, one membership in the Corporation for each lot owned. Such membership shall at all times be identified with the owner of the platted lot and no membership shall be subject or conditioned upon approval of the Board of Directors or other members. There shall be one voting right for each platted lot owned by a member, whether owned in community, jointly, or separately. Voting rights and membership and continuation thereof shall be dependent upon the ownership of a platted lot within Riverview Subdivision and there can be no expulsion of a member or cancellation of voting rights of such member so long as he is so qualified.

Voting may be proxy in writing, dated and signed by a member; provided, however, no such proxy shall be valid beyond six (6) months after its execution, nor binding upon a transferee of a platted lot from the person executing such proxy.

ARTICLE VII

Assessments and charges of the Corporation shall be made to each platted lot owned by a member. The amount of the assessment or charge shall be dependent upon whether the member has an actual service connection and is classified as a water user or if he owns unimproved property without a service connection and is therefore not classified as a water user. All Association Members, whether classified as water users or not, shall be assessed for the common expenses of the Corporation such as property taxes and insurance on the property owned by the Corporation plus routine maintenance on the pump building and distribution system which is required to maintain them in a satisfactory and serviceable condition. In addition to this assessment, the Association Members who are classified as water users shall pay a user charge to provide for the operational costs of the water system such as the electrical costs and any extraordinary system maintenance that may be required such as pumping equipment and related facilities repair or replacement.

In the event of the failure to pay assessments by an Association Member who is not classified as a water user, the Corporation shall not allow a water service connection to be made to

said member's property until all assessments due are paid. If said assessments are not paid within six (6) months after date of billing, an additional amount equal to fifty (50) percent of the unpaid assessment will be charged to the member.

In the event of the failure to pay assessments and charges by an Association Member who is classified as a water user, the Corporation may suspend water service to said member's property during the time any assessment or charge is unpaid following the due date thereof. Upon payment of any delinquent assessment or charge, together with a reasonable charge for terminating and restoring service, water service shall be promptly restored.

Unpaid assessments or charges as described hereinabove, including penalty charges to non-water users and reasonable charges for terminating and restoring service to water users if service has been terminated, must be paid by a transferee of a membership or a member acquiring another platted lot within the Riverview Subdivision. Unless so paid, water service will not be provided to said property.

ARTICLE VIII

Nothing in these Articles shall be construed as restricting the ownership of properties and no provision shall be made in the by-laws of the Corporation which shall so restrict ownership.

ARTICLE IX

The Corporation shall not lease any real or personal property from another person.

ARTICLE X

By-laws not inconsistent with the Articles of Incorporation may be adopted, altered, amended or repealed at any regular meeting of the members, or at any special meeting of the members of the Corporation called for that purpose, by the affirmative vote of two-thirds (2/3) of the members present at such meeting; provided, however, a quorum, which shall be a majority of the eligible votes, shall be present through members and proxy.

ARTICLE XI

The business of this Association shall be managed by a Board of Directors consisting of six (6) members. The qualifications, terms of office, manner of election, powers and duties of such directors shall be such as may be prescribed by law, these articles and such by-laws as may from time to time be in force.

ARTICLE XII

The following named persons shall serve as the Board of Directors until their successors are duly elected and qualified, to wit:

IN WITNESS WHEREOF, the undersigned sets their hands and seals this 1st day of Oct, 1975.

Stan Cloudt
Stan Cloudt

Harry E. Light
Harry E. Light

Frank Seibert
Frank Seibert

Robert P. Walker
Robert P. Walker

Frank Kamphaus
Frank Kamphaus

William D. Axtell
William Axtell

STATE OF IDAHO)
) ss.
County of Elmore)

This is to certify that on this 1st day of October, 1975, before me, a Notary Public in and for said State, personally appeared Stan Cloudt, Harry E. Light, Frank Seibert, Robert P. Walker, Frank Kamphaus, and William Axtell, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they are the incorporators of the above Corporation and that they have read the above and foregoing Articles of Incorporation, that they know the contents thereof, and that they believe the same to be true, and further acknowledge to me that they executed the same as their own free act and deed.

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

W.H. Sander
Notary Public for Idaho
Residing at Mr. Home Idaho
My Commission Expires: 3/3/77