

**CERTIFICATE OF INCREASE OF CAPITAL STOCK AND  
AMENDMENT OF INCORPORATION.**

---

KNOW ALL BY THESE PRESENTS, That we

J. E. Jensen and W. J. Lavery  
the President and Secretary, respectively, of the Salem Union  
Canal Company Limited, a corporation organized and existing under  
the laws of the state of Idaho; and that we, J. E. Jensen, Charles  
F. S. Myers, W. J. Lavery, James Olsen and D. J. Clark, who are  
the directors of said corporation and who constitute the Board of  
Directors, do hereby, certify:

That the Salem Union Canal Company Limited, is a cor-  
poration duly incorporated under the laws of the State of Idaho  
on or about the 24<sup>th</sup> day of April 1899; that  
said corporation at the date of its incorporation and every since  
said date has had a capital stock of ELEVEN THOUSAND & NO/100  
(11,000.00) DOLLARS, divided into four hundred forty (440) shares  
of the par value of TWENTY-FIVE & NO/100 (25.00) DOLLARS, each,  
and that at all times hereinafter mentioned the said four hundred  
forty (440) shares of said stock were issued and outstanding and  
that said shares are fully paid up;

That said corporation at the time of its incorporation,  
and every since said date, has had the following powers by virtue  
of its incorporation as shown by its articles of incorporation  
"that the purposes for which it is formed are domestic, agri-  
cultural and industrial;

That pursuant to a resolution passed by a majority of  
the directors of said Salem Union Canal Company Limited, duly  
held on the 23rd day of March, 1921, at the principal place of  
business of said corporation in North Salem, Fremont County, Idaho.

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the directors of said corporation and who constitute the Board of  
Directors, do hereby, certify:

That the Salem Union Canal Company Limited, is a cor-  
poration duly incorporated under the laws of the State of Idaho  
on or about the 24<sup>th</sup> day of April 1899; that  
said corporation at the date of its incorporation and every since  
said date has had a capital stock of ELEVEN THOUSAND & NO/100  
(11,000.00) DOLLARS, divided into four hundred forty (440) shares  
of the par value of TWENTY-FIVE & NO/100 (25.00) DOLLARS, each,  
and that at all times hereinafter mentioned the said four hundred  
forty (440) shares of said stock were issued and outstanding and  
that said shares are fully paid up;

That said corporation at the time of its incorporation,  
and every since said date, has had the following powers by virtue  
of its incorporation as shown by its articles of incorporation  
"that the purposes for which it is formed are domestic, agri-  
cultural and industrial;

That pursuant to a resolution passed by a majority of  
the directors of said Salem Union Canal Company Limited, duly  
held on the 23rd day of March, 1921, at the principal place of  
business of said corporation in North Salem, Fremont County, Idaho,  
the following notice was published in the Fremont County News, a  
newspaper published in the County of Fremont, State of Idaho,

once a week for a period of thirty (30) days prior to the meeting of the stockholders therein referred to and called to be held:

"Notice is hereby given that a special meeting of the stockholders of the Salem Union Canal Company, a corporation organized and existing under the laws of the State of Idaho, will be held at the North Salem School House, Fremont County, Idaho on Saturday the 23rd day of April, 1921, at the hour of eight o'clock p.m. for the purpose of voting upon and determining the following questions, to-wit:

To amend the articles of incorporation of said Company as regards the powers of the company, and particularly to enable said Company to hold stock in other corporations; to increase the capital stock of said corporation from \$11,000.00 to \$44,000.00; To authorize the directors of the corporation to subscribe for its pro rata amount of the capital stock of the North Fork Reservoir Company, and to execute the note of the Company secured by mortgage on the company property in payment thereof.

Done pursuant to a resolution of the board of directors of said Company passed at a special meeting thereof, called for that purpose and held on the 23rd day of March, 1921.

W.J. LAVERY, Secretary.

That on the 23rd day of April, 1921, at the hour of eight o'clock p.m. at the principal place of business of said corporation, the North Salem school house, Fremont County, State of Idaho, at a special meeting of the stockholders of said corporation, the following resolutions were duly passed by a vote representing at least two-thirds of the subscribed capital stock of said corporation.

Resolved by the stockholders of the Salem Union Canal Company Limited, a corporation representing more than two-thirds of all the subscribed stock of said corporation at a meeting duly assembled and called by the board of directors of said corporation, that said corporation, the Salem Union Canal Company Limited, increase its capital stock from ELEVEN THOUSAND & NO/100 (11,000.00) DOLLARS, divided into four hundred forty (440) shares of the par value of TWENTY-FIVE & NO/100 (25.00) DOLLARS, each to FORTY-FOUR THOUSAND & NO/100 (44,000.00) DOLLARS, divided into seventeen hundred sixty (1760) shares of the par value of TWENTY-FIVE & NO/100 (25.00) DOLLARS, each;

Resolved by the stockholders of the Salem Union Canal Company Limited, a corporation representing more than two-thirds of all the subscribed capital stock of said corporation, in a meeting duly assembled and called by the board of directors of said corporation, that said corporation, the Salem Union Canal Company Limited, amend the second paragraph of its articles of incorporation, which paragraph reads as follows, to-wit:  
"Second: That the purposes for which it is formed are domestic, agricultural and industrial."

That said second paragraph be amended to read as follows, to-wit:

"The objects and purposes for which this corporation is formed are and shall be to furnish and supply its own stockholders, including other corporations, canal, irrigation and ditch companies, and municipalities with water for irrigation, domestic, stock and all other beneficial uses and purposes; to locate, patent, appropriate, acquire by purchase, gift, grant or otherwise and sell, lease, mortgage, improve, develop and use water rights, water powers, water privileges, water appropriations and rights of way of every kind and character including reservoir and storage sites, rights, privileges, and appropriations; to locate, patent, appropriate, acquire by purchase, gift, grant or otherwise and sell, lease, mortgage, improve, develop and use land and property of every description convenient, proper and necessary for the use of this corporation or for carrying out the objects and purposes herein set forth; to erect, maintain, construct, acquire by purchase, gift, grant or otherwise and sell, mortgage and use canals, ditches, flumes, pipe lines, tunnels, tanks, reservoirs, storage basins, dams, buildings, plants, machinery, fixtures and apparatus necessary, proper and convenient to develop and furnish water for irrigation, domestic, stock and all other beneficial uses and purposes; to acquire, hold or dispose of stock, bonds or other obligations of any corporation formed or to be hereafter formed for

the purpose of carrying out any of the kind of business, objects or purposes above indicated.

Without in any particular limiting any of the objects and powers of the corporations, it is hereby expressly declared and provided that the corporation shall have power to issue stock and bonds and other obligations in payment for property purchased or acquired by it, or for any other object in or about its business; to mortgage or pledge any stock, bonds or other obligations, or any property which may be owned or acquired by it, to secure any bonds, mortgages, contracts or other obligations by it issued or incurred; to guarantee any dividends or bonds or contracts or other obligation; to make and perform contracts of any and all kinds and descriptions; and in carrying on its business, or for the purpose of furthering or attaining any of its objects, to do any and all other acts and things, and to exercise any and all other powers, rights and privileges not inconsistent with the laws of the State of Idaho or of the United States of America."

That the president and secretary of said corporation and a majority of the directors of said corporation shall sign the certificate required by law and that said secretary shall file a copy of the same in the office of the County Recorder of Fremont County, Idaho and in the office of any other county in which this corporation may have filed its articles of incorporation, and a copy thereof in the office of the secretary of state of the State of Idaho.

That the total number of shares of the subscribed capital stock of said corporation at the time said resolution was passed was four hundred forty (440).

That the amount of the stock of said meeting of said stockholders of said corporation at the par value thereof was \$8,325<sup>00</sup>.

That the total vote in the affirmative by which said capital stock was increased and said articles amended as afore-

said was. 320 shares.

That the total vote in the negative by which said capital stock was increased and said articles amended was 13 shares.

That the amount to which the capital stock has been increased is FORTY-FOUR THOUSAND & NO/100 (44,000.00) DOLLARS, divided into seventeen hundred sixty (1760) shares of the par value of TWENTY-FIVE & NO/100 (25.00) DOLLARS, each;

That Paragraph two of the articles of incorporation of said corporation as amended reads as follows, to-wit:

"Second: The objects and purposes for which this corporation is formed are and shall be to furnish and supply its own stockholders, including other corporations, canal, irrigation and ditch companies and municipalities with water for irrigation, domestic, stock and all other beneficial uses and purposes; to locate, patent, appropriate, acquire by purchase, gift, grant or otherwise and sell, lease, mortgage, improve, develop and use water rights of any of every kind and character including reservoir and storage sites, rights, privileges, and appropriations; to locate, patent, appropriate, acquire by purchase, gift, grant or otherwise and sell, lease, mortgage, improve, develop and use land and property of every description convenient, proper and necessary for the use of this corporation or for carrying out the objects and purposes herein set forth; to erect, maintain, construct, acquire by purchase, gift, grant or otherwise and sell, mortgage and use canals, ditches, flumes, pipe lines, tunnels, tanks, reservoirs, storage basins, dams, buildings, plants, machinery, fixtures and apparatus necessary, proper and convenient to develop and furnish water for irrigation, domestic, stock and all other beneficial use and purposes; to acquire, hold or dispose of stock, bonds or other obligations of any corporation formed or to be hereafter formed for the purpose of carrying out any of the kind of business, objects or purposes above indicated.

Without in any particular limiting any of the objects and powers of the corporation, it is hereby expressly declared and provided that the corporation shall have power to issue stock and bonds and other obligations in payment for property purchased or acquired by it, or for any other object in or about its business; or mortgage or pledge any stock, bonds or other obligations or any property which may be owned or acquired by it, to secure any bonds, mortgages, contracts or other obligations by it issued or incurred; to guarantee any dividends or bonds or contracts or other obligations; to make and perform contracts of any and all kinds and descriptions; and in carrying on its business, or for the purpose of furthering or attaining any of its objects, to do any and all other acts and things, and to exercise any and all other powers, rights and privileges not inconsistent with the laws of the State of Idaho or of the United States of America."

IN WITNESS WHEREOF, We have hereunto set our hands and caused the corporate seal of said corporation to be affixed this 23rd day of April, A.D. 1921.

SALEM UNION CANAL COMPANY, Ltd.

By.

J. E. Jensen  
President.

By.

W. J. Lavery  
Secretary

W. J. Lavery

J. E. Jensen

W. J. Clark

James Olsen

Chas. T. Meyers

The Directors of the Salem Union Canal Company, Limited, and consisting of a majority of the Board of Directors of said company.

STATE OF IDAHO

COUNTY OF FRIMONT.

SS.

J. E. Jensen and W. J. Lavery

being each first duly sworn depose and say that they are respectively the president and secretary of the Salem Union Canal Company, Limited, the corporation mentioned in the foregoing certificate; that they have read the foregoing certificate and know the contents thereof and that the same is true of their own knowledge.

J. E. Jensen  
W. J. Lavery

Subscribed and sworn to before me this 23rd day of April, A.D. 1921.

Richard H. Brown  
Notary Public, residing at  
St. Anthony, Idaho.

STATE OF IDAHO            }  
COUNTY OF FREMONT        )  SS.

I, S. D. Farnsworth, Auditor and Recorder  
of the above named County and State, do hereby cer-  
tify the attached and foregoing instrument to be a  
full, true and correct copy of the original Certi-  
ficate of Increase of Capital Stock and Amendment of  
Incorporation of the Salem Union Canal Company,  
Limited, as the same appears of record on file in my  
office.

IN WITNESS WHEREOF, I have hereunto set  
my hand and seal this 17th day of August, 1922 at  
St. Anthony, Idaho.

S. D. Farnsworth  
Auditor & Recorder.

(SEAL)