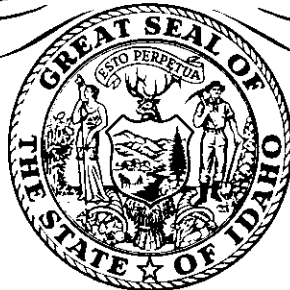


State of Idaho



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

OREGON TRAIL IRRIGATION COMPANY

was filed in the office of the Secretary of State on the **First** day of **July**, A.D. One Thousand Nine Hundred **Sixty-three** and duly recorded on Film No. **124** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section **30-804**, 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

Idaho Falls

in the County of

Bonneville

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 **1st** day of **July**, A.D., 19 **63**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
OREGON TRAIL IRRIGATION COMPANY

KNO. ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are natural persons of full age, and are citizens of the United States and residents of the State of Idaho, have this day voluntarily associated ourselves together for the purpose of forming a non-profit corporation under the laws of the State of Idaho, and we do hereby certify

I.

That the name of this corporation shall be

OREGON TRAIL IRRIGATION COMPANY

II.

The purposes for which this corporation is formed are as follows:

1. To acquire, hold, own, maintain and control waters from the Snake River, or other sources of supply, and to deliver and distribute the same at cost to its stockholders owning land in the area susceptible of irrigation from the existing plant and pipe line system to be constructed by the corporation, equitably and ratably, for irrigation purposes, in proportion to the number of shares of stock, under the following conditions: (1) The corporation will fix, charge and collect from its stockholders assessments and maintenance charges based upon the number of shares of stock held by each stockholder or proportioned to the amount of water used, or by both of said methods. (2) It will deliver water to no one who has not purchased one share of stock of the corporation for each acre or fractional part thereof of irrigable land owned by him within the area served by the corporation's distribution system, and agreed with the corporation that such stock shall be transferable only with the land for which it is issued and that the water delivered shall be used only on the land for which it is issued, provided, that the corporation may, under such rules as the board of directors shall establish, deliver the water appurtenant to the parcel of land and other lands in the area served by the corporation upon the written direction and consent of the owner of the first parcel, filed with the corporation, which direction and consent shall not be valid for a longer term than three (3) years: provided, further, that in case any land for which the owner has purchased stock as above specified shall become nonirrigable for any reason, and the owner shall file with the corporation a written disclaimer to all future right to receive water from the corporation, and make due proof to the satis-

factum of the corporation that such land is nonirrigable, the corporation may permit such stock to be transferred to other land in the area served by the corporation.

2. To construct, own, operate and control pumping plants, pipe lines and other apparatus necessary and convenient for the purpose of supplying irrigation water to its stockholders, and to acquire, own, operate and manage irrigable lands within the area served by its distribution system and to sell such lands to bona fide settlers and operators of lands in such area.

3. To borrow money, and to make and issue notes, bonds, debentures and evidence of indebtedness of all kinds, whether secured by mortgage or otherwise, without limit as to amount, and to generally make and perform agreements and contracts of every nature pertaining to its general business.

III

Subject dissolution in the manner provided by law, the duration of this corporation shall be perpetual.

IV

The principal place of business, registered office and postoffice address of the registered office of said corporation shall be at Idaho Falls, Idaho.

V

The authorized capital stock of said corporation shall be Five Thousand Dollars (\$5,000.00) divided into five thousand (5,000) shares of the par value of One Dollar (\$1.00) per share, all common stock.

VI

The number of directors of said corporation shall be not less than three (3), nor more than (5), the number to be fixed from time to time by the by-laws.

VII.

The Board of Directors shall have the power to repeal and amend the by-law of the corporation and adopt new by-laws at any meeting of the board called for that purpose on notice duly given as required by the by-laws. All by-laws shall be subject to amendment, alteration and repeal by the stockholders at any annual

meeting or at any special meeting called for that purpose on notice given as required by the by-laws.

VIII

This corporation is not organized for pecuniary profit to its stockholders and is organized for non-profit purposes, and no part of any net earnings shall inure to the benefit of any stockholder or other individual.

IX.

The following are the names and postoffice addresses of the incorporators, together with the number of shares of stock subscribed by each.

Melba Crapo	Idaho Falls, Idaho	100 shares
Vera Sperry	Idaho Falls, Idaho	100 shares
Florence McInerney	Idaho Falls, Idaho	100 shares
Henry L. McInerney	Idaho Falls, Idaho	100 shares
James M. Rabreau	Idaho Falls, Idaho	100 shares

IN WITNESS WHEREOF, we have hereunto set our hands and seals
this 19 day of June, 1963

Melba Crapo
Vera Sperry
Florence McInerney
Henry L. McInerney
James M. Rabreau

SUBJECT OF INQUIRY,)
County of Senneville.) ss.

I do hereby certify, that on this 17 day of June in the year 1963, before me, the undersigned Notary Public in and for the State of Texas, personally appeared Melba Craso, Velma Sperry, Florence McFirney, Henry L. McFirney, and James H. Rabdan, known to me to be the persons whose names are subscribed to the within and foregoing instrument, and acknowledged to me that they executed the same.

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

Raymond T. Mikes
Notary Public

Notary Public

Residing at:

ly commission expires