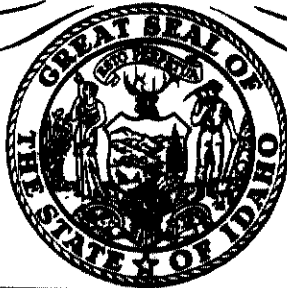


# State of Idaho



## Department of State

### CERTIFICATE OF INCORPORATION

**PETE T. CENARRUSA**  
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

**WOODLAND PARK WATER ASSOCIATION, INC.**

was filed in the office of the Secretary of State on the **twenty-sixth** day of **April** A. D. One Thousand Nine Hundred **sixty-eight** and is duly recorded on ~~film~~ **microfilm** 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 and Sections 30-1001 to 30-1005, inclusive, 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 **Wallace, Idaho** in the County of **Shoshone** and as such are subject to the rights, privileges and limitations granted to Non-Profit Cooperative Associations as provided in Chapter 10, Title 30, Idaho Code.

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 **26th** day of **April**, A.D., 19 **68**.

Secretary of State.

ARTICLES OF INCORPORATION  
OF  
WOODLAND PARK WATER ASSOCIATION, INC.

The signatories to these Articles hereby associate as a non-profit, cooperative association under the laws of the State of Idaho, and particularly Sections 30-1001 to 30-1006, Idaho Code, and amendments thereto and correlated provisions of the laws of the State of Idaho.

ARTICLE I.

The name of this association shall be:

"WOODLAND PARK WATER ASSOCIATION, INC."

ARTICLE II.

The objects and purposes, for which this association is formed are:

- A. To construct, maintain and operate a domestic water system for supplying of water for domestic, livestock, and gardening purposes to its members, and to engage in any activity related thereto, including, but not limited to, the acquisition of water by appropriation drilling, pumping and/or purchase, and the purchase, laying, installation, operating, maintenance and repair of wells, pumping equipment, water mains, pipe lines, valves, meters and all other equipment necessary to the construction, maintenance and operation of a water system.
- B. To borrow from any source, money goods or services without limitation as to amount of corporate indebtedness or liability; and to pledge or mortgage any of its property as security therefor in any manner permitted by law.
- C. To buy, lease, hold and exercise all privileges of ownership in and to the real or personal property as may be necessary or convenient for the conduct and operation of the business of the association or incidental thereto.
- D. To acquire and to hold, own and exercise all rights of ownership in, and to sell, transfer or pledge shares of capital stock or bonds or become a member or a stockholder of any corporation or association engaged in any related activities.
- E. To establish reserves and to invest the funds thereof in stocks, bonds and other property as the board of directors may deem satisfactory.

- F. To levy assessments in such manner and in such amount as may be provided in the By-Laws of this association, and to provide for the manner of collection of assessments for water furnished its members and the enforcement thereof.
- G. To have and to exercise all powers, privileges and rights conferred on corporations by law of the State of Idaho and all powers and rights incidental in carrying out the purposes for which this association is formed, except such as are inconsistent with the express provisions of the act under which this association is incorporated.
- H. The foregoing shall be construed both as objects and powers and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this association by the laws of the State of Idaho, all of which are hereby expressly claimed.

### ARTICLE III.

The place where the principal business of the association is to be transacted is at Wallace, Shoshone County, Idaho, but the association may maintain offices and places of business at such other places within the State of Idaho, as the Board of Directors may determine.

### ARTICLE IV.

The duration of this corporation shall be perpetual.

### ARTICLE V.

The private property of the members shall not be subject to payment of association debts to any extent whatever.

### ARTICLE VI.

Section 1: This association shall not have capital stock, and its capital shall be represented by membership certificates which shall be issued and subject to ownership in accordance with the By-Laws of this association.

Section 2: This association shall, by its By-Laws, provide the terms and conditions of membership.

Section 3: Membership fees shall be fixed and regulated by the By-Laws. Each member, whose fees are fully paid and who is not in arrears regarding payments for water services, shall be entitled to membership certificate held. Assessments against members, and a determination of their liability, shall be fixed by the By-Laws of the association, which shall provide for the manner of collection and its enforcement and also for the lapse of membership and forfeiture of the right to the use of water for the non-payment of water service or non-user.

Section 4: This association is organized as a non-profit association for the mutual benefit of its members and will not have profits. All fees received for admission of members shall be placed in the surplus fund to be used only for the payment of indebtedness, repairs, building and maintenance. After all expenses of the association are paid each year, and a reasonable reserve, as determined by the Board of Directors, set aside, any income of the association in excess thereof shall be used to reduce the charges for the next years operations.

#### ARTICLE VII.

The number, qualifications, terms of office, manner of election, time and place, manner of calling of meeting, and the powers and duties of the Board of Directors shall be prescribed by the By-Laws.

WITNESS, the hands and seals of the incorporators, whose names and addresses are stated below, each subscribing to a membership certificate.

ADOPTED THIS 1st day of April, 1968.

Robert Skantel 117 Main St Woodland PK Wallace Idaho

Carl L Hansen 126 Marx Avenue, Woodland PK, Wallace

Mrs Carl A. Nelson Box 63, Wallace Idaho

John E Walden Box 1194, Wallace Idaho

Eldon W. Hines Woodland Park, Wallace, Idaho

STATE OF IDAHO )  
 ) ss.  
County of Shoshone )

On this 1st day of April, 1968, before me, the undersigned, a Notary Public, personally appeared ROBERT SKANTEL, CARL L HANSEN, MRS CARL A NELSON, JOHN E WALDEN and ELDON W HINES known to me to be the persons whose names are subscribed to the foregoing instrument, and acknowledged to me, each for himself, that they executed the same.

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

Ram Hines  
Notary Public for the State of Idaho  
Residing at Wallace Idaho  
My Commission expires: 1-15-69