

AMENDMENT TO ARTICLES OF INCORPORATION OF NEW YORK CANAL CO., Ltd.,
INCREASING THE CAPITAL STOCK OF THE COMPANY.

Know all men by these presents that the New York Canal Co., Ltd., (a Corporation organized, existing and doing business in Ala Co., Idaho, by virtue of the Laws of the said State of Idaho) has this day increased its Capital Stock, from Two Hundred Thousand (200000) Dollars, divided into Ten Thousand (10000) shares, of a par value of Twenty (20) Dollars per share, to Two Hundred and Twenty Thousand (220000) Dollars, divided into Eleven Thousand (11000) shares of a par value of Twenty (20) Dollars per share.

SECOND.

THAT The reason and purpose for making such increase are to provide, by the sale of such increased stock, to the public and all others who desire to purchase same, at the best prices obtainable therefor, and to exchange the same for labor, material, property and services, on the best terms obtainable, to be used in the completion of the Canal works of the Corporation, and payment of obligations against the Corporation.

THIRD.

THAT Such increase of the Capital Stock shall have the same rights, privileges and obligations attached thereto, as like shares of stock issued under the original Capitalization, and shall in no substantial particular in any way or manner differ therefrom.

FOURTH.

THAT Such increase of Capital Stock is not intended for Stock Dividends, neither is it intended by such increase, that present subscribers to, and holders of Capital Stock, under the original capitalization, shall have any preference in the purchase of such stock, by virtue of such prior holdings, as against the general public. Such increase being necessarily made for the purpose herein set forth, only. And being justified by the large enhancement in value of the property of the Corporation incident to construction work already performed on its canal property, situate in Ala Co., Idaho, and the present nearly completed condition of its canal to a carrying capacity of not less than Eleven Thousand (11000) Miners Inches of water, measured under a four (4) inch pressure throughout the entire length of its Canal, where completed.

FIFTH.

THAT The means and methods by which such increase of Capital Stock has been made and authorized, are by virtue of Section Numbered 2637, of the Revised Statutes of the State of Idaho, and certain resolutions duly passed by the Board of Directors of the said Corporation, and the holders of three fourths (3/4) of the Subscribed Capital Stock thereof. Copies of which are hereunto attached, and made part of this instrument, to-wit:-

RESOLUTION OF THE BOARD OF DIRECTORS.

IT IS HEREBY RESOLVED, By the Board of Directors of the New York Canal Co., Ltd., "Boise, Idaho, March 20th. A. D. 1900.

THAT Whereas, the holders of more than three fourths ($\frac{3}{4}$) of the Subscribed Capital Stock of said Corporation have given their written consent and authorization to this Board, as also, their instruction and direction, to increase the Capital Stock of the said Corporation, from Two Hundred Thousand (200000) Dollars, divided into Ten Thousand (10000) shares of the par value of Twenty (20) dollars per share, to Two Hundred and Twenty Thousand (220000) dollars, divided into Eleven Thousand (11000) shares, of a par value of Twenty (20) Dollars per share.

AND Whereas, it appears to this Board to be to the best interests of the Corporation, and necessary that such increase be made, in order that the Canal works of the Corporation, situate in Ala Co., Idaho, be speedily and properly completed. And that such increase is amply justified by reason of the enhanced valuation of the Canal property of the Corporation, situate in Ala County, Idaho, accrued and accruing on the account of the nearness to completion of such canal works, and the further fact, that instead of having a carrying capacity of Ten Thousand (10000) Miners inches, measured under a four (4) inch pressure, as originally contemplated, such Canal works are being constructed with a carrying capacity of about Eleven Thousand (11000) Miners Inches, measured under a four (4) inch pressure.

NOW THEREFORE, It is hereby authorized and ordered that the Capital Stock of said Corporation be, and the same is hereby increased, from Two Hundred Thousand (200000) Dollars, divided into Ten Thousand (10000) shares of the par value of Twenty (20) Dollars per share, to Two Hundred and Twenty Thousand (220000) dollars, divided into Eleven Thousand (11000) shares, of the par value of Twenty (20) Dollars per share. And that such increase of Capital Stock be sold at the best prices obtainable therefor, or exchanged for labor, material, property and services, to be used in the completion of the said Canal works of the Corporation, and the payment of expenses incidental thereto, and obligations heretofore incurred by reason thereof, like shares of stock issued under the original Capitalization, and such increase of Capital Stock shall in no substantial particular, in any way or manner, differ from the Capital Stock issued, or to be issued, under the original Capitalization. And that such increase is not intended for stock dividends, neither is it intended that the present subscribers to, and holders of stock, under the original Capitalization, shall have any preference in the purchase of such Stock, by virtue of such prior holdings, as against the general public."

ASSENT OF STOCK-HOLDERS.

WE, The undersigned, constituting the holders of more than three-fourths ($\frac{3}{4}$) of the subscribed Capital Stock of the New York Canal Co., Ltd., (a corporation organized and doing business in Ala County, Idaho, under and by virtue of the Laws thereof) and being the holders of the amounts of such Capital Stock hereinafter set opposite our names, respectively. Do hereby give our assent to the increase of the Capital Stock of said Corporation from Two Hundred Thousand (200000) dollars, divided into Ten Thousand Shares, of the par value of Twenty (20) Dollars each, to Two Hundred and Twenty (220000) Dollars, divided into Eleven Thousand (11000) shares of a par value of Twenty (20) Dollars per share, pursuant to the provisions of Section numbered 2837 of the Revised Statutes of the State of Idaho.

(3)

and do hereby authorize, request and instruct the Board of Directors of said Corporation, and the President and Secretary thereof, to immediately take the proper and necessary steps for the making of such increase of Capital Stock, subject to such reasonable regulations and restrictions relative thereto, as may seem to them to be to the best interests of the Corporation. And they are hereby vested with full power in the premises.

	Residence.	No. Shares.	par value.
W. C. Annett.....	Boise, Idaho.	2278	" " \$ 45560
Ed. Smith.....	" "	923	" " 18460
Fay D. Young.....	" "	85	" " 1700
Chas. Fifer.....	" "	405	" " 8100
O. E. Jackson.....	" "	525	" " 10500
Cole & Wright <i>per L. Cole</i>	" "	100	" " 2000
Geo. L. Cole.....	" "	150	" " 3000
Grace E. Fifer <i>per Chas. Fifer</i>	" "	433	" " 8660
W. H. Thompson & Co <i>per W. C. Annett</i>	" "	2000	" " 40000
Total.....		6899	" " 137980

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

WE, The undersigned Directors of the New York Canal Co., Ltd., do hereby certify and swear each for himself, and not one for the other, that we constitute the entire Board of Directors of the said Corporation, and that Ed. Smith, whose name is signed hereto, is Secretary thereof.

THAT The foregoing copy of resolution of said Board of Directors, and copy of the written assent of Stockholders are full, true and correct copies of the original on file in the Office of the Company, and identical with the copies thereof, duly spread upon the minutes of the Books of the Corporation.

THAT The persons whose names are attached to the said assent are bona fide holders of the respective amounts set opposite their names, in the Capital Stock of the said Corporation, which holdings constitute more than three-fourths (3/4) of the bona fide holdings of the subscribed Capital Stock thereof.

THAT The said resolution, by the Board of Directors, was duly passed by unanimous vote, of the full Board, at a meeting duly called and held at the Office of the Company, in the Falk Bld. Boise, Idaho, after due service of personal notice of such meeting upon each member of the Board.

THAT The total amount of bona fide holders of the subscribed Capital Stock of said Corporation is not exceed the sum of 169712.24... Dollars.

THAT The Capital Stock of said Corporation has been increased from Two Hundred Thousand (200000) Dollars, divided into Ten Thousand (10000) shares, of a par value of Twenty (20) dollars each, to Two Hundred and Twenty Thousand (220000) dollars, divided into Eleven Thousand (11000) shares, of the par value of Twenty (20) dollars each.

THAT The said increase of said Capital Stock was, and is hereby made, pursuant to a resolution duly passed and adopted by the Board of Directors, and hereinbefore referred to.

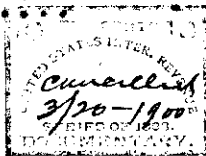
(4)

And that the written assent of the holders of more than three-fourths (3/4) of the Capital Stock of said Corporation, and hereinbefore referred to, was obtained prior to the execution of this certificate, and the passage of the said resolution by the Board of Directors, making the said increase.

IN WITNESS WHEREOF, We have hereunto set our hands this 20th day of March, A. D. 1900.

Edw. Smith
Secretary.

Seal

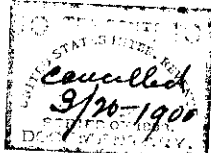


Directors of New York Canal Co. Ltd.,

W. C. Annett
Geo. L. Cole
Chas. Fifer
Fay D. Young
Edw. Smith

Subscribed and sworn to before me this 20th day of March, A. D. 1900.

Seal



Frank Herman

Notary Public.

IN WITNESS WHEREOF, The New York Canal Co., Ltd., has caused its Corporate name to be attached to this certificate by its President, and its Seal duly affixed thereto by its Secretary, and this certificate to be signed by all the members of its Board of Directors. On this 20th day of March, A. D. 1900, at Boise, Idaho.

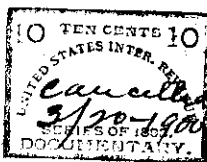
Seal *Edw. Smith*
Secretary.

~~Notary Public.~~

New York Canal Co. Ltd.
By *W. C. Annett*
President.

W. C. Annett
Geo. L. Cole
Chas. Fifer
Fay D. Young
Edw. Smith

Board of Directors.



STATE OF IDAHO, }
COUNTY OF ADA, }

ss.

On this 20th day of March, A. D. 1900, before me a Notary Public, within and for said County and State, residing therein, duly commissioned and sworn, personally appeared within said County, W. C. Annett and Ed. Smith, to me personally known, and by me known to be the President and Secretary, respectively, of the New York Canal Co., Ltd., And on the same day and date W. C. Annett, Ed. Smith, Charles Fifer, Geo. L. Cole and Fay D. Young, personally known to me, and each of whom is by me known to be a Director in the said Corporation. And they duly acknowledged to me that they, and each of them, freely executed the foregoing instrument for the uses and purposes therein expressed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official Seal the day and year last above written.

Notary Public.

Frank Herman

STATE OF IDAHO, } ss.
COUNTY OF ADA.

I, ~~STO. W. LAMOREAU~~, Ex-Officio Recorder in and for Ada County, State of Idaho,
do hereby certify that the annexed is a full, true and correct copy of a certain
Amended Articles of Incorporation
of Nuoyorib Canal Co. Ltd
from _____ to _____

Numbered *986* as the same appears on file in my office.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official
Seal, this *21st* day of *March* A. D. ~~189~~ *1900*

C. J. McCormick
Ex-Officio Recorder.

By _____ Deputy.