

State of Idaho

Department of State.

CERTIFICATE OF INCORPORATION OF

CHEAPBECK WATER COMPANY

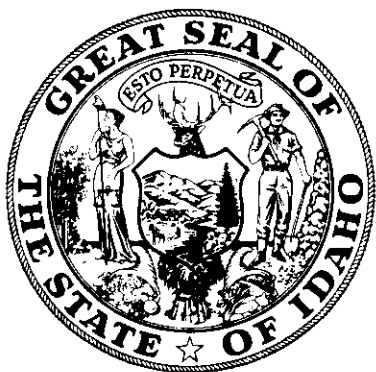
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

CHEAPBECK WATER COMPANY

duly signed pursuant to the provisions of the Idaho Nonprofit Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated June 5, 19 81.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION

JUN 5 8 34 AM '01
SECRETARY OF STATE

OF

CHEAPBECK WATER COMPANY

The undersigned, acting as incorporators of a corporation under the Idaho Nonprofit Corporation Act, adopt the following Articles of Incorporation for such corporation:

1. NAME: The name of the corporation is CHEAPBECK WATER COMPANY.
2. DURATION: The period of its duration is perpetual.
3. NONPROFIT: This is a nonprofit corporation.
4. PURPOSES: The purpose or purposes for which the corporation is organized is to acquire, hold, own, maintain and control water from Cheapbeck Springs; to construct, own, operate and maintain a diversion and pipeline system to supply water from Cheapbeck Springs to its shareholders for culinary, domestic and stock watering purposes; to fix charge and collect from its stockholders tolls, rentals, assessments and maintenance charges based upon the number of shares of stock held by each person or proportioned to the amount of water used or owned or by both of said methods of by assessment upon the capital stock levied in accordance with the laws of Idaho, or by such other method as may be prescribed in the By-laws of said corporation, and generally to do any and all things necessary or proper to be done in conducting the business of supplying its stockholders with

water for culinary and other useful and beneficial purposes.

5. SHARES AUTHORIZED: The aggregate number of shares which the corporation shall have authority to issue is Twenty-Five (25) shares without par value.
6. ASSESSABLE SHARES: All shares of this corporation are assessable for the purpose of paying expenses, conducting business or paying debts, and the corporation shall have the power to levy and collect assessments upon such shares in a manner and form and to the extent provided by Idaho law. Each certificate of stock issued by the corporation shall have a provision for assessment noted conspicuously on the face thereof.
7. PREEMPTIVE RIGHTS: Shareholders shall have full preemptive rights to acquire unissued stock..
8. REGISTERED AGENT AND OFFICE: The address of the initial registered office of the corporation is:

Star Route, Box 289
Grace, Idaho 83241

the name of its initial registered agent at that address is:

Glayd Christensen
9. BOARD OF DIRECTORS: The number of directors constituting the initial Board of Directors of the corporation is three, and the names and addresses of the persons who are to serve as directors until the first annual meeting

of shareholders or until their successors are elected
and shall qualify are:


<u>Name</u>	<u>Address</u>
Glayd Christensen	Star Rt., Box 289 Grace, Idaho 83241
O. Dean Clegg	Star Rt., Box 292 Grace, Idaho 83241
DeMar Clegg	Star Rt., Box 293 Grace, Idaho 83241

10. INCORPORATORS: The name and address of each incorporator
is:

<u>Name</u>	<u>Address</u>
Glayd Christensen	Star Rt., Box 289 Grace, Idaho 83241
O. Dean Clegg	Star Rt., Box 292 Grace, Idaho 83241
DeMar Clegg	Star Rt., Box 293 Grace, Idaho 83241

DATED this 30th day of May, 1981.


GLAYD CHRISTENSEN


O. DEAN CLEGG


DEMAR CLEGG