

State of Idaho



Department of State.

CERTIFICATE OF AMENDMENT OF ARTICLES 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

RAFT RIVER RURAL ELECTRIC COOPERATIVE, INC.

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **Twenty-seventh** day of **November**, 19 **63**, original articles of amendment, as provided by Sections **30-146 and 30-147, Idaho Code, and ART III providing that 15% of members constitute a quorum, providing that members do not exceed 1,000; & ART IV providing that corporation shall be controlled by a board of directors, with the number, qualifications, & etc., to be specified by the by-laws,** and that the said articles of amendment contain the statement of facts required by law, and are recorded on Film No. **125** of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have been amended accordingly.

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 **27th** day of **November**, A. D., 19 **63**.

ARNOLD WILLIAMS
Secretary of State

By Deputy Secretary of State

CERTIFICATE OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF RAFT RIVER RURAL ELECTRIC COOPERATIVE, INC.

BE IT REMEMBERED, That at the annual meeting of the members of RAFT RIVER RURAL ELECTRIC COOPERATIVE, INC., called pursuant to written notice of the time, place and purpose of said meeting, held at the Raft River High School at Malta, in the County of Cassia, State of Idaho, on the 9th day of February, 1963, which meeting as will hereinafter more particularly appear from the affidavit of the President and Secretary of the said Cooperative hereto attached, was duly and legally called, and there was included in the notice of said annual meeting, a proposal to amend the Articles of Incorporation of the Cooperative as hereinafter specified, and a copy of the proposed amendments are included with said notice, resolutions were passed and adopted by the vote of the holders of two-thirds of the voting power of all members of Raft River Rural Electric Cooperative, Inc. to the end and purpose that said Articles of Incorporation are amended in the following respects:

ARTICLE III of said Articles of Incorporation is amended to read as follows:

"Section 1. The Corporation is formed without any purpose of pecuniary profit to itself and shall have no capital stock.

"Section 2. Any person, firm, corporation, association, or body politic may become a member in the corporation by paying the membership fees and meeting all other requirements of the By-Laws.

"Section 3. As long as the total number of members does not exceed one thousand (1000), at least fifteen per

centum (15%) of the total number must be present, in person or represented by proxy to constitute a quorum for the transaction of business at all meetings of the members provided at least five per centum (5%) of the total number of members are present in person. In case the total number of members shall exceed one thousand (1000), then at least one hundred fifty (150) of the members must be present in person or represented at all meetings of the members. If less than a quorum is present at any meeting, a majority of those present in person or represented by proxy may adjourn the meeting from time to time without further notice."

ARTICLE IV of said Articles of Incorporation is amended to read as follows:

"The business and affairs of this corporation shall be vested in and managed and controlled by a board of directors, with the number of directors, their qualifications and compensation, tenure of office, manner of election and duties to be specified by the By-Laws."

* * * * *

STATE OF IDAHO,)
 SS.
COUNTY OF CASSIA.)

JOHN A. PIERCE and WALLACE SPENCER, being severally duly sworn, each for himself deposes and says:

1. That John A. Pierce is the President and Wallace Spencer is the Secretary of RAFT RIVER RURAL ELECTRIC COOPERATIVE, INC., a corporation organized and existing under and by virtue of the laws of the State of Idaho;

2. That the foregoing Amendments to the Articles of Incorporation of Raft River Rural Electric Cooperative, Inc. were adopted by the vote of the holders of two-thirds of the voting power of all members at the annual meeting of the members held in the Malta High School in Malta, Cassia County, Idaho, at the hour of 1 o'clock p.m. on the 9th day of February, 1963, pursuant to a written notice of the date, place and purpose of said meeting duly and legally given, according to the requirements of the Idaho laws, the Articles of Incorporation and the By-Laws

of said corporation, together with a copy of the proposed amendments.

John W. Pierce

Wallace B. Spence

Subscribed and sworn to before me this 22nd day of November, 1963.

Gene Baxter
Notary Public for Idaho
Residing at:
Malta, Idaho

My commission expires:

March 18, 1967