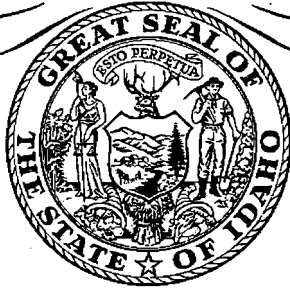


State of Idaho



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

THE ENTERPRISE DITCH COMPANY

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **Fifth** day of **March**, 19 **64**, original articles of amendment, as provided by Sections 30-146, 30-147, 30-148 and 30-160, Idaho Code, amending **ARTICLE SECOND**, purposes; **ARTICLE THIRD**, changing the principal place of business to Emmett, Gem County; **ARTICLE FOURTH**, making corporate existence perpetual; & **ARTICLE SIXTH**, changing the capital stock to 250 shares of no-par-value, and that the said articles of amendment contain the statement of facts required by law, and are recorded on Film No. **127** 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 **5th** day of **March**, A. D., 19 **64**.

Secretary of State

ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION OF
ENTERPRISE DITCH COMPANY

KNOW ALL MEN BY THESE PRESENTS That a special meeting of the stockholders of Enterprise Ditch Company was held at 1:30 P.M. on Saturday, February 29th, 1964 at the Bramwell School House in Gem County, State of Idaho, at which were present in excess of two-thirds of the stockholders of the Corporation either in person or by proxy, the following amendments to the Articles of Incorporation of said Corporation were duly passed by two-thirds of the stock outstanding:

SECOND: That the purpose for which the Corporation is formed is to purchase, construct, own and maintain a water ditch, to be taken out of the Payette River in Gem County, State of Idaho, at a point about 150 yards East of the house heretofore owned by John Emery in Section Eleven, Township Six North, Range Two West running South of West four miles; thence South to near the Foot Hills; thence in a Northwesterly direction for a distance of about eight miles to the West line of Section Three, Township six North, Range Three West and also to locate, appropriate, purchase, hold and possess water rights to be used in connection with said ditch for the purpose of irrigation and domestic uses of the stockholders of said Corporation, and to construct such other ditches, canals and laterals in Gem County as may be necessary to take water from the Payette River for the use of the stockholders of the Corporation; also to rent available water, if any.

THIRD: That the principal place of business of the Corporation shall be in ^{Emmett} Gem County, State of Idaho.

FOURTH: That the term of said Corporation shall be perpetual.


SIXTH: That the capital stock of this Corporation shall consist of Class A and Class B stock.

Class A stock shall consist of 120 shares and each share shall represent 20 miner inches of water, and shall be for stock heretofore issued by the Corporation upon water duly appropriated and shall be for the beneficial use of the respective stockholder of record as of the date of this amendment and shall have no par value. Class A stock shall at all times have a priority over Class B stock when there is not sufficient water available to furnish to both Class A and Class B stockholders the full amount of water to which they are entitled.

Class B stock shall be 130 ^{of no-par-value,} shares/ and shall represent water available by the Company for distribution to the holders thereof. Each share shall represent 20 miner inches of water except the same shall be inferior to and subject to the rights of the holders of Class A stock, and the Directors and Officers of the Corporation shall have the power and authority to cut off the water to the holders of Class B stock if there is not sufficient water available to furnish water to the holders of Class A stock.

The Corporation by its By-Laws shall have the power and authority to affix the terms and conditions by which stock of either Class may be transferred.

IN TESTIMONY WHEREOF, We have hereunto set our hands this
29th day of February, 1964.


President

ATTEST:


Secretary

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

Harry E. Snyder and Edward Obermeyer, being first duly sworn upon their oath depose and say:

That they are the President and Secretary of Enterprise Ditch Company, a Corporation duly organized and existing under the laws of the State of Idaho; that they are the identical individuals who executed the foregoing Articles of Amendment of the Articles of Incorporation of said Enterprise Ditch Company, and that the facts set forth in said Articles of Amendment are true.

Harry E. Snyder

Edward Obermeyer

Subscribed and sworn to before me this 29th day of February, 1964.

Hank Davis

Notary Public for Idaho,
Residing at Boise, Idaho.

ARTICLES OF
AMENDMENT OF

THE ENTERPRISE DITCH
COMPANY

Amdg. ART SECOND, purposes; ART
THIRD, chg ppb to Emmett, Gem
County; ART FOURTH, making exis-
tence perpetual; & ART SIXTH chg
capital stk to 250 shares of no-
par value.

STATE OF IDAHO
DEPARTMENT OF STATE
Secretary's Office
Boise, Idaho

Approved, filed, and admitted to
the records of Articles of Incorpor-
ation of the State of Idaho and
certificate issued

this 5th day of
March, 1964

at 4:00 o'clock p.m.
FEES PAID

Filing \$ 10.00

Recording 2.40

Certificate

License Tax

TOTAL \$ 12.40

ARNOLD WILLIAMS

SECRETARY OF STATE

CORPORATION CLERK

Filed by: Frank Davison, Attorney at Law
P. O. Box 1583, Boise, Idaho

INDEXED

RECORDED

PHOTOCRAFTED