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SECRETARY OF STATE  
STATE OF IDAHO

ARTICLES OF INCORPORATION  
OF  
HEATHERLANDS WATER DISTRICT, INCORPORATED

KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned, for the purpose of forming a non-profit corporation, under the Idaho Corporation Law, do hereby certify and adopt the following Articles of Incorporation:

ARTICLE I

Name of Corporation

The name of the corporation shall be Heatherlands Water District, Incorporated.

ARTICLE II

Period of Duration

The duration of the corporation shall be perpetual.

ARTICLE III

Purpose of corporation

The corporation is set up as an entity in the ownership of a water system and the maintenance thereof.

ARTICLE IV

Number of shares

The initial number of Stockholders shall be one hundred and twenty nine.(129). There shall be only one class of Stockholder , that being holders of common stock and such shares being without par value.

ARTICLE V

Restrictions of Transfer of Stock

No stock in this corporation may be transferred except at the closing of the conveyance in which property is transferred.

ARTICLE VI

Incorporator

The name of the initial registered office and registered agent of the incorporators are:

Name	Post Office Address	Physical Address
James Sheets	Box 4876 Ketchum, Idaho 83340	250 Mariposa Rd. Hailey, Idaho 83333

ARTICLE VII

Directors

James Sheets

*James Sheets*  
Director

Box 4876

Ketchum, Idaho 83340

SECRETARY OF STATE

08/11/1997 09:00  
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PT Brooks

  
Director

Box 415  
Ketchum, Idaho 83340

**ARTICLE VIII**  
**Indemnification**

The corporation may agree to indemnify , and hold harmless any person to the extent permitted by law.

**ARTICLE IX**  
**Membership**

Membership of the corporation shall be one equal to one Member per lot of Heatherlands Water District, Incorporated. Each Member shall have one vote regarding corporation business.

**ARTICLE X**  
**Distribution Of Assets on Dissolution**

Upon dissolution of the corporation, the assets shall be distributed equally among the Members.

STATE OF IDAHO  
SECRETARY OF STATE  
Post Office Box 83720  
Boise, Idaho 83720-0080