



Department of State.

**CERTIFICATE OF AMENDMENT
OF**

TWIN FALLS CANAL COMPANY

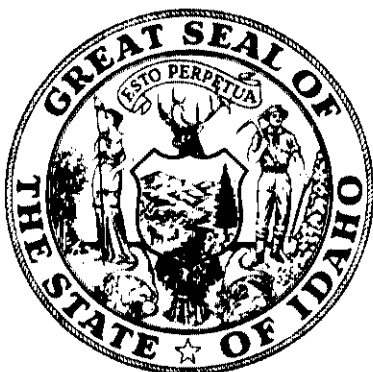
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that
duplicate originals of Articles of Amendment to the Articles of Incorporation of _____

TWIN FALLS CANAL COMPANY

duly signed and verified 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
Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles
of Amendment.

Dated April 13, 19 84.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
TWIN FALLS CANAL COMPANY

Pursuant to the provisions of §30-1-61 of the Idaho Business Corporation Code, and Idaho Code §42-2401 (6.) and 42-2401 (9.), the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST:

The name of the corporation is Twin Falls Canal Company.

SECOND:

The following Amendments to the Articles of Incorporation were adopted by the shareholders at a special shareholders' meeting duly called and noticed for the purpose of voting on proposals to amend the Articles and By-Laws of the corporation on December 15, 1982, at the offices of the Company at 163 2nd Ave. West, Twin Falls, Idaho, in the manner prescribed by the Idaho Business Corporation Act and Idaho Code §42-2401.

That Paragraph One of Article VI of the Articles of Incorporation be amended to read as follows:

"The Business affairs of this corporation shall be managed and its affairs conducted by a Board of five (5) directors which shall be elected by all of the stockholders of the Company at the annual shareholders' meeting, and said directors shall be residents of each of five (5) nearly equal and contiguous director districts and shall appoint from their own number the following officers, to-wit: a President, a Vice-President, a Secretary, and a Treasurer. One person may hold the office of Secretary and Treasurer."

That a new paragraph be added to Article VI of the Articles of Incorporation to read as follows:

"At the first annual shareholders' meeting following the passage of this amendment to the Articles of

Incorporation, all directors will be deemed to have been elected for three (3) year terms, except that at the organization meeting of the Board of Directors following such stockholders' meeting, the directors shall select by lot and designate among the five (5) elected directors, one (1) director who shall serve a one-year term, two (2) directors who shall serve a two-year term, and two (2) directors who shall serve a three-year term. Thereafter, the number of directors whose terms have expired shall be elected for three (3) year terms by the shareholders at the annual meeting."

THIRD:

The number of shares of the corporation outstanding at the time of such adoption was 202,706 and the number of shares entitled to vote thereon was the same.

FOURTH:

The number of shares voted for the amendment of paragraph one of Article VI was 22,603; and the number of shares voted against such amendment was 1,395.

FIFTH:

The number of shares voted for the amendment for the addition of a new paragraph to Article VI was 21,317; and the number of shares voted against such amendment was 2,697.

DATED this 12th day of April, 1984.

TWIN FALLS CANAL COMPANY


By: 
Its President

By: 
Its Secretary

VERIFICATION

STATE OF IDAHO)
) ss.
County of Twin Falls)

I, John A. Rosholt, a Notary Public, do hereby certify that on this 12th day of April, 1984 personally appeared before me Maurice Klaas and Robert Reichert, who, being by me first duly sworn, declared that they were the President and Secretary respectively of the Twin Falls Canal Company, an Idaho corporation, that they signed the foregoing Articles of Amendment to the Articles of Incorporation as President and Secretary of the corporation, and that the statements therein contained are true.



NOTARY PUBLIC FOR IDAHO
Residing at: Twin Falls
Expires: 1986