



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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 original of the articles of incorporation of

VERDE HILLS SUB-DIVISION WATER USERS ASSOCIATION

was filed in the office of the Secretary of State on the **twenty-first** day
of **March** A. D. One Thousand Nine Hundred **seventy-four** and
is ~~so~~ ^{be} recorded on ~~Film No.~~ **MICROFILM** of Record of Domestic Corporations, of the State
of Idaho, and that the said articles contain the statement of facts required by Section 30-103 and
Sections 30-1001 to 30-1005, inclusive, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and
successors are hereby constituted a corporation, by the name hereinbefore stated, for
Perpetual Existence from the date hereof, with its registered office in this State located at
Nampa, Idaho in the County of **Canyon**
and as such are subject to the rights, privileges and limitations granted to Non-Profit Coopera-
tive Associations as provided in Chapter 10, Title 30, Idaho Code.

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 **21st** day of **March**
A.D., 19 **74**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

VERDE HILLS SUB-DIVISION WATER USERS ASSOCIATION

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being each of us full age citizens of the United States and of the State of Idaho, do hereby certify that we have associated ourselves together for the purpose of forming a nonprofit cooperative association or corporation under the laws of the State of Idaho pertaining thereto, and hereby adopt the following ARTICLES OF INCORPORATION:

ARTICLE I.

The name of this corporation shall be "VERDE HILLS SUB-DIVISION WATER USERS ASSOCIATION."

ARTICLE II.

The duration of this corporation shall be perpetual.

ARTICLE III.

The objects and purposes of this corporation shall be and are as follows:

(a) To own and operate a water system for both domestic and irrigation purposes in Verde Hills Sub-Division to Canyon County, Idaho, and any extensions thereof, serving the property located in said Sub-Division or any extensions thereof.

(b) To own and operate a sewer system in Verde Hills Sub-Division to Canyon County, Idaho, and any extensions thereof,

serving the property located in said Sub-Division or any extensions thereof.

(c) To do and carry on any other business or activities in connection with services for the said Sub-Division, and any extensions thereof, or in connection with any other property.

(d) To own, operate and maintain any and all buildings, equipment and facilities necessary for the carrying on of the purposes and business of the corporation, including, but not limited to, an office or other buildings of any type or kind.

(e) To make and enter into contracts pertaining to the accomplishment or furtherance of the aforesaid objects and purposes in any manner and of any kind or nature deemed advantageous or suitable to the carrying out of said objects and purposes.

(f) To acquire, own, hold, lease or rent any real property within the State of Idaho or any other State of the United States, and/or all kinds of personal property that may be deemed necessary or advantageous in connection with the aforesaid objects and purposes, and to sell, exchange or otherwise dispose of the same, or any part thereof.

(g) To borrow money or otherwise raise money deemed necessary for the carrying on of the aforesaid objects and purposes, and to mortgage, hypothecate and/or pledge any of the property of the corporation to secure the payment thereof, with the express idea that pecuniary profit for the members of the corporation is not their object.

3.

(h) To make improvements and betterments upon the said real property, or any part thereof, by erecting thereon such buildings or improvements as may be considered desirable and/or advantageous.

(i) To do any and all matters and things necessary, requisite or incidental to the accomplishment of any of the objects and purposes aforesaid, or the exercise of any of the powers above specified, not inconsistent with law.

ARTICLE IV.

The location and post office address of the registered office of the corporation shall be Route 7, Box 7432, Nampa, Idaho 83651.

ARTICLE V.

The Board of Directors of the corporation shall consist of five (5) members.

ARTICLE VI.

The corporation shall have no capital stock, but only memberships, and the interest of each and every member shall be equal and no member can have or acquire a greater interest than any other member, and no membership shall be transferable or assignable, except under such regulation that the duly enacted by-laws of the corporation may prescribe. Each membership is subject to cancellation and termination under terms and conditions that may be prescribed in the duly enacted by-laws of the corporation, and upon the cancellation or termination of such membership the member affected thereby

4.

shall have no further interest in the corporation nor claims nor title to any property of any type belonging to the corporation. This corporation is not organized and shall never be conducted for a purpose, directly or indirectly, of fixing the price, or regulating the production, of any article of commerce or of produce of the soil, or of consumption by the people.

ARTICLE VII.

Each member of the corporation in good standing shall be entitled to equal voting rights in connection with the affairs of the corporation as shall be accorded to all other members in good standing.

ARTICLE VIII.

The names and post office addresses of each of the incorporators are as follows:

Arlo B. Smith, Route 7, Box 7432, Nampa, Idaho 83651;
La Ree F. Smith, Route 7, Box 7432, Nampa, Idaho 83651;
Nickolas G. Smith, Route 7, Box 7429, Nampa, Idaho 83651;
Cheryl L. Smith, Route 7, Box 7429, Nampa, Idaho 83651; and
De Wayne Bailey, 118 E. Main, Kuna, Idaho 83634.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 21 day of MARCH, 1974.

Arlo B. Smith
Arlo B. Smith

La Ree F. Smith
La Ree F. Smith

Nickolas G. Smith
Nickolas G. Smith

5.

Cheryl L. Smith
Cheryl L. Smith

De Wayne Bailey
De Wayne Bailey

State of Idaho X
 : ss.
County of Canyon X

On this 21 day of MARCH, 1974, before me, the undersigned, a notary public in and for said State, personally appeared ARLO B. SMITH and LA REE F. SMITH, husband and wife, NICKOLAS G. SMITH and CHERYL L. SMITH, husband and wife, and DE WAYNE BAILEY, known to me to be the persons whose names are subscribed to the within and foregoing instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.

(SEAL)

Sean M. Remington
Notary Public for Idaho
Residing at Nampa, Idaho