

Department of State.

CERTIFICATE 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 original of the articles of incorporation of

BLACK BUTTE MUTUAL IRRIGATION COMPANY

was filed in the office of the Secretary of State on the **Eighteenth** day of **December,** A.D. One Thousand Nine Hundred **Sixty-three** and duly recorded on Film No. **126** of Record of Domestic Corporations, of the State of Idaho, **& 30-804,** and that the said articles contain the statement of facts required by Section 30-103/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 **Twin Falls** in the County of **Twin Falls.**

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 **18th** day of **December**, A.D., 19 **63.**

Secretary of State.

ARTICLES OF INCORPORATION

of

BLACK BUTTE MUTUAL IRRIGATION COMPANY

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, KENNETH D. CASPER, GEORGE R. LAKE, and MAXINE PAYNTER, each being a natural person of full age, and a citizen of the United States of America, have voluntarily and do hereby associate ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we do hereby certify, declare and adopt the following articles of incorporation:

I

The name of this corporation shall be BLACK BUTTE MUTUAL IRRIGATION COMPANY formed and organized under the provisions of Chapter 8, Title 30, Idaho Code.

II

The period of existence and duration of the life of this corporation shall be perpetual.

III

The location and post office address of the registered office of this corporation shall be 729 Commercial Avenue, Twin Falls, Idaho.

IV

The nature of the business and the objects and purposes of this corporation shall be as follows:

To construct, or otherwise acquire, maintain, manage, operate, and control an irrigation system to furnish domestic, stock, and irrigation water therefrom to the shareholders of the corporation, exclusively, on lands situate in Ada County, Idaho; and to do any act or thing necessary or convenient connected therewith for the purposes herein set forth or ancillary or related

thereto; to acquire, own, rent, lease, mortgage, and dispose of all kinds of real and personal property; and to enter into, make and perform and carry out contracts of every sort and kind with any person, firm, association or corporation, municipality, body politic, country, territory, district, state and government.

To establish rules and regulations for the use and distribution of water from the irrigation system aforesaid; and to levy and collect for its purposes tolls and assessments from its shareholders.

The foregoing provisions shall be construed as objects, purposes and powers; and it is hereby expressly provided that any enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation; in general, this corporation shall have the power to carry on any other business in connection with any of the foregoing objects, purposes and powers, and to have and exercise all the powers conferred by the laws of the State of Idaho upon corporations in general; provided, however, that this corporation is not organized for profit, shall not be operated for profit, and shall be without power to declare or disburse dividends.

V

The capital stock of this corporation shall be twelve thousand (12,000) shares without nominal or par value. No distinction shall exist between the shares of this corporation and all such shares shall have the same rights in the corporation.

VI

All or any portion of the capital stock may be issued for each or in payment for real or personal property, services, or any other rights or things of value, for the uses and purposes of the corporation, and when so issued shall become and be fully paid, the same as though paid for in cash; and the

directors shall be sole judges of the value of any property, right or thing acquired in exchange for capital stock.

VII

From time to time the capital stock may be increased according to law, and may be issued in such amounts and proportions as shall be determined by the board of directors and as may be permitted by law.

VIII

The private property of a stockholder shall not be subject to the payment of corporate debts to any extent whatsoever.

IX

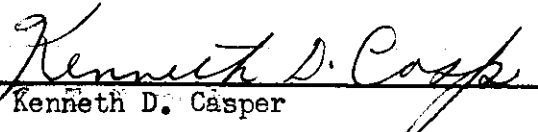
The name and post office address of each of the incorporators and a statement of the number of shares of stock subscribed for by each, is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. SHARES</u>
Kenneth D. Casper	Route #3, Box 251 Nampa, Idaho	100
George R. Lake	P. O. Box 801 Shelley, Idaho	100
Maxine Paynter	1532 Lindy Lane Twin Falls, Idaho	100


This corporation reserves the right to amend, alter, change or repeal any provisions contained in this certificate of incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

We, the undersigned, being each one of the original subscribers to the capital stock hereinbefore named for the purpose of forming a corporation to do business both within and without the State of Idaho, and in pursuance of the laws of the State of Idaho, do make and file these articles of incorporation, hereby declaring and certifying that the facts herein stated are true, and we

respectively agree to take the number of shares of stock hereinbefore set
opposite our names and accordingly have hereunto set our hands and seals this
10th day of December, A.D., 1963.


Kenneth D. Casper

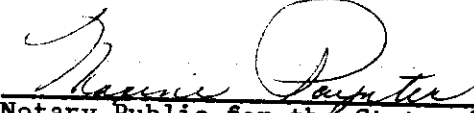

George R. Lake


Maxine Paynter

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

On this 12 day of December, 1963, before me, the undersigned,
a Notary Public in and for said State, personally appeared KENNETH D. CASPER
known to me to be the person whose name is subscribed to the within instrument
and acknowledged to me that he executed the same.

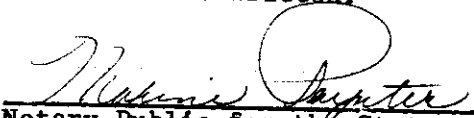
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official
seal, the day and year in this certificate first above written.


Notary Public for the State of Idaho
Residing at Twin Falls, Idaho

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

On this 11 day of December, 1963, before me, the undersigned,
a Notary Public in and for said State, personally appeared GEORGE R. LAKE,
known to me to be the person whose name is subscribed to the within instrument
and acknowledged to me that he executed the same.

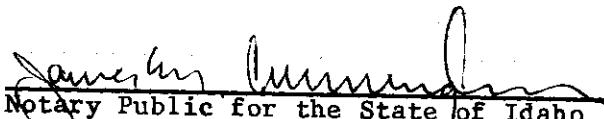
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official
seal, the day and year in this certificate first above written.


Notary Public for the State of Idaho
Residing at Twin Falls, Idaho

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

On this 11 day of December, 1963, before me, the undersigned,
a Notary Public in and for said State, personally appeared MAXINE PAYNTER,
known to me to be the person whose name is subscribed to the within instrument
and acknowledged to me that she 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.


Notary Public for the State of Idaho
Residing at Twin Falls, Idaho