

# State of Idaho



## 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

#### LITTLE VALLEY RESERVOIR & DITCH COMPANY

was filed in the office of the Secretary of State on the Twentieth day of February, A.D. One Thousand Nine Hundred Sixty-two and duly recorded on Film No. 117 of Record of Domestic Corporations, of the State of Idaho, & 30-204 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 Ovid in the County of Butte

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 20th day of February, A.D., 19 62.

Secretary of State.

ARTICLES OF INCORPORATION  
OF  
LITTLE VALLEY RESERVOIR & DITCH COMPANY

We, the undersigned residents of the State of Idaho, of full age and citizens of the United States of America, having this day voluntarily associated ourselves together for the purpose of forming a corporation under and by virtue of Chapter 8, Title 30, of the Idaho Code, which chapter is entitled Water and Canal Corporations and Waterusers' Associations, and under the provisions and in conformity to the laws of the United States of America pursuant to the Reclamation Act of the 17th day of June, 1902, and to that end do hereby adopt Articles of Incorporation as follows:

First: The name of the proposed corporation is:

LITTLE VALLEY RESERVOIR & DITCH COMPANY

Second: The principal place of business of this corporation shall be in the Village of Ovid, County of Bear Lake, State of Idaho, but the corporation may maintain an office or branch, or such other offices, branches or places of business as the Board of Directors may from time to time determine.

Third: This corporation is for perpetual existence unless sooner dissolved or disincorporated according to law.

Fourth: The nature of the business or objects or purposes to be transacted or carried on by the corporation are:

(a) Primarily to own, acquire, hold, manage, control, operate and maintain that certain ditch, canal, reservoir and irrigation system of the Little Valley Reservoir & Ditch Company, which company has, for failure to file annual statements, been forfeited by proclamation of the Governor of the State of Idaho;

(b) To acquire the water rights taken up for the irrigation of lands under said ditch, canal, reservoir and irrigation system as aforesaid;

(c) To conduct and carry on the business of supplying water to the stockholders of this corporation;

(d) To engage in and to construct ditches, canals, flumes, irrigation and drainage systems in supplying and conducting irrigation water to consumers, together with the necessary pumps siphons and appliances for the conducting of said water;

(e) To buy, lease or exchange real or personal property, including easements, such as may be necessary in supplying the water to the stockholders of this corporation;

(f) To acquire machinery, fixtures, appliances, trucks and other materials and property as this corporation may deem necessary to carry into effect and to perpetuate the purposes for which said corporation was organized and exists;

(g) To sell, convey, lease, assign, mortgage or otherwise encumber or dispose of any and all real or personal property, and to do and perform all such acts and things as may be required and necessary in the premises of engaging in the general business as hereinbefore set out by and through these Articles of Incorporation, and in accordance with the laws of the State of Idaho; and

(h) To engage in and conduct any legal business not for pecuniary gain or profit to the members hereof.

Fifth: The total number of authorized shares of the capital stock of this corporation is 60 shares of common stock. The aggregate par value of said common stock is \$6,000.00, the par value of each share being \$100.00. The capital stock of this corporation, for the purpose of paying expenses, conducting business or paying debts, shall be assessable.

Sixth: The management of the affairs of this corporation shall be vested in a Board of Directors consisting of no less than three members, who shall be elected at the annual meeting of the shareholders and who shall serve until their successors are elected and qualified. The number of directors

constituting the Board may be increased or decreased from time to time to no more than five members at any annual meeting of the shareholders or at any special meeting called for that purpose. The said Board of Directors shall appoint and elect such officers, employees and agents as they may deem advisable, defining the authority of each and prescribing his duties. A majority of the Board of Directors shall constitute a quorum, and they shall have power to transact the business of the corporation and exercise the corporate powers thereof.

Seventh: The names and post office addresses of each of the incorporators, and the number of shares subscribed by each signing these Articles of Incorporation respectively are as follows:

<u>Name</u>	<u>Address</u>	<u>No. of Shares Common</u>
L. C. Wallentine	Paris, Idaho	15
Warren Passey	Lanark, Idaho	15
Ida H. Passey	Lanark, Idaho	20
Naomi Grandy	Paris, Idaho	5
Melvin Passey	Lanark, Idaho	5

Eighth: This corporation reserves the right to amend, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by applicable statute. All rights conferred on shareholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, we hereto affix our signatures this 9<sup>th</sup> day of February, 1962.

L. C. Wallentine  
L. C. Wallentine

Warren Passey  
Warren Passey

Ida H. Passey  
Ida H. Passey

Naomi Grandy  
Naomi Grandy

Melvin Passey  
Melvin Passey

STATE OF IDAHO,                     )  
County of Bear Lake.            ) ss.

On this 9<sup>th</sup> day of February, 1962, before me, a Notary Public in and for said State, personally appeared L. C. Wallentine, Warren Passey, Ida H. Passey, Naomi Grandy and Melvin Passey, known to me to be the persons whose names are subscribed to and who executed the foregoing instrument, and who each duly acknowledged to me that they executed the same freely and voluntarily and for the uses and purposes therein mentioned.

WITNESS My hand and seal.

(SEAL)

E. E. Saw  
NOTARY PUBLIC for Idaho  
Residing at: Montpelier, Idaho  
My Comm. expires: 2/26/63