

# State of Idaho

## Department of State

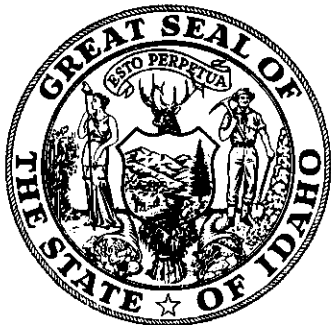
### CERTIFICATE OF AMENDMENT OF

ARTESIAN IRRIGATION, INC.  
File Number C 62770

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 ARTESIAN IRRIGATION, INC., duly signed 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: March 14, 1996



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By

*L. D. [Signature]*

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION  
OF  
ARTESIAN IRRIGATION, INC.

KNOW ALL MEN BY THESE PRESENTS that the shareholders of Artesian Irrigation, Inc., acting in accordance with the provisions of Article IX of the Articles of Incorporation of said corporation, and by a favorable vote of a majority of the shareholders present, duly adopted the following resolution amending the Articles of Incorporation of said corporation at a meeting duly called for such purpose and held on March 12, 1996, at 7:00 p.m. at the Hansen City Hall, Hansen, Idaho:

BE IT RESOLVED by the shareholders of Artesian Irrigation, Inc., that the Articles of Incorporation, as filed with the Secretary of State of the State of Idaho on December 21, 1979, be, and they are hereby, amended as follows:

1. Paragraph (1) of Article II shall be amended to read:

(1) To construct, contract for the construction, own, hold, maintain and operate ~~on a non-profit basis~~ a certain irrigation system and appurtenant facilities to be located in Twin Falls and Cassia Counties, Idaho, whereby certain waters are to be diverted from Snake River, pumped, conveyed, and delivered for beneficial use to irrigate lands which lie in Townships 10, 11, and 12 South, Ranges 18, 19 and 20 East, Boise Meridian, Twin Falls and Cassia Counties, Idaho;

2. Section 6 of Article VI is amended to read:

Section 6. This corporation is organized ~~on a non-profit basis~~ for the mutual benefit of its shareholders, and ~~consequently will not have profits from which to pay dividends on its capital stock.~~ Each year after expenses of the corporation have been paid and reasonable reserves have been set aside to meet anticipated costs as determined by the Board of Directors, any additional monies of the corporation may be accumulated in a fund for the purpose of replacing, enlarging, extending, and repairing the system and property and property of the corporation, and for such other purposes as the Board of Directors may determine

IDAHO SECRETARY OF STATE  
DATE 03/14/1996  
# 3552  
CUST# 22023  
NON PROF A  
30.00= 30.00

# C

to be for the best interests of the corporation. ~~No distribution of any surplus funds shall be made to the shareholders of this corporation except on final dissolution of the corporation.~~

The undersigned certify that there are currently issued and outstanding a total of 11,791.25 shares of Class A voting stock of the corporation, issued pursuant to Article VI, Section 2, of the Articles of Incorporation. Shareholders owning 4850.2 shares of said stock were personally present or represented by proxy at said meeting and out of said shares 4850.2 shares voted in favor of said resolution and 0 shares voted against the same. A majority of the votes having favored the resolution and amendments, as required by Article IX of the Articles of Incorporation, said resolution and amendments were approved. Accordingly, the Articles of Incorporation of Artesian Irrigation, Inc., as filed with the Office of the Secretary of State of the State of Idaho on December 21, 1979, have been duly amended, in the following respects:

1. Paragraph (1) of Article II has been amended to read as follows:

(1) To construct, contract for the construction, own, hold, maintain and operate a certain irrigation system and appurtenant facilities to be located in Twin Falls and Cassia Counties, Idaho, whereby certain waters are to be diverted from Snake River, pumped, conveyed, and delivered for beneficial use to irrigate lands which lie in Townships 10, 11, and 12 South, Ranges 18, 19 and 20 East, Boise Meridian, Twin Falls and Cassia Counties, Idaho;

2. Section 6 of Article VI has been amended to read as follows:

Section 6. This corporation is organized for the mutual benefit of its shareholders. Each year after expenses of the corporation have been paid and reasonable reserves have been set aside to meet anticipated costs as determined by the Board of

Directors, any additional monies of the corporation may be accumulated in a fund for the purpose of replacing, enlarging, extending, and repairing the system and property of the corporation, and for such other purposes as the Board of Directors may determine to be for the best interests of the corporation.

IN WITNESS WHEREOF, these Articles of Amendment to the Articles of Incorporation of Artesian Irrigation, Inc., are hereby certified and attested this 12th day of March, 1996, by the corporate President and Secretary.

ARTESIAN IRRIGATION, INC.

BY: *Jack Claiborne Jr.*  
JACK CLAIBORNE, JR.  
President

ATTEST: *Glen Breeding*  
GLEN BREEDING  
Secretary

(seal)