

# State of Idaho



## Department of State.

### CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

PETE T. CHARRISA  
I, ~~ARTHUR T. CHARRISA~~, 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

#### HOT SPRINGS DITCH COMPANY

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the 7th day of November 1967, original articles of amendment, as provided by Sections 30-146 & 30-147, Idaho Code, making the corporate existence perpetual.

and that the said articles of amendment contain the statement of facts required by law, and ~~are~~ will be / recorded on ~~Microfilm~~ Microfilm of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have been amended accordingly.

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 7th day of November, A. D., 1967.

PETE T. CHARRISA  
Secretary of State

~~Secretary of State~~  
Ass't. Corporation Clerk

AMENDMENT TO ARTICLES OF INCORPORATION

Certificate of Proceedings

Extension of Corporation Existence for Hot Springs Ditch Company,

An Idaho Corporation

STATE OF IDAHO,    )  
                          ) ss.  
COUNTY OF OWYHEE,)

Lawrence B. Knighten and Joseph E. Turner, the President and Secretary, respectively, of the Board of Directors of Hot Springs Ditch Company, an Idaho Corporation, do hereby certify:

1. That Hot Springs Ditch Company, an Idaho Corporation, was incorporated under the laws of the State of Idaho, upon the 24th day of December, 1917, for a period of existence of fifty years, and that the corporate existence of said corporation will expire upon the 24th day of December, 1967; that upon the 12th day of September, 1967, the Board of Directors duly passed a resolution and order calling for a meeting of the Board of Directors of said corporation to be held at the office of the Company at the Joseph E. Turner home in Bruneau, Owyhee County, Idaho, upon the 1st day of November, 1967, at 1:30 o'clock P.M. for the purpose of considering and voting upon the question of whether or not the term of corporate existence of said corporation should be extended by making such existence perpetual.

2. That notice of the time and place and purpose of holding said Board of Directors' meeting was mailed to the stockholders and published as required by law, and that upon the 1st day of November, 1967, at 1:30 o'clock P.M. pursuant to notice as above mentioned, a meeting of the Board of Directors of said

corporation was held at the office of the Company at said time and place, which meeting was called to order by Lawrence B. Knighten, President of the Company, who acted as chairman of the meeting; that the chairman announced that the term of corporate existence of the corporation would expire upon the 24th day of December, 1967, and that, pursuant to notice, said meeting had been called for the purpose of considering and voting upon the question of whether the term of corporate existence of the corporation should be extended by making such existence perpetual; that no stockholders had objected to the proposal in writing, none had appeared at the meeting in person to object, and none had sent proxy to object. The chairman announced that a two-thirds majority of the Board of Directors was necessary to pass the measure.

That after discussion among the Board of Directors, the chairman announced that the question to be voted upon was "shall the term of corporate existence of the corporation be extended by making such existence perpetual?"; that when a vote was taken, all of the Board of Directors present at said meeting voted in the affirmative and none voted in the negative, and the President declared that the vote was unanimous in favor of extending the term of corporate existence by making such existence perpetual.

That all requirements for passing the measure having been fulfilled, the President announced that the term of the corporation would thereafter be perpetual.

WHEREUPON, all the Board of Directors present, executed a written assent in favor of extending the term of corporate existence of the corporation to make such existence perpetual; that such written assent is now on file with the Secretary of the corporation.

There being no further business to come before the meeting, the meeting was adjourned.

The undersigned, being the President and Secretary, respectively, of the Hot Springs Ditch Company, an Idaho corporation, having been present throughout the proceedings herein mentioned, do hereby certify that the foregoing is a full, true and correct report of the proceedings of the meeting above referred to, and that notice of such meeting was given to stockholders as required by law.

IN WITNESS WHEREOF, we have hereunto set our hands and affixed the seal of said corporation this 1st day of November 1967.

Laurena B. Knighten  
President

Joseph E. Turner  
Secretary

Subscribed and sworn to me this 1st day of November, 1967.

Frederick Hall  
Notary Public for Idaho,  
Residing at Mountain Home, Idaho.