

State of Idaho



Department of State.

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

IRA H. MASTERS
I, ~~J. H. MASTERS~~ 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

MASON CREEK 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 **eighteenth** day of **January, 1952**,

original articles of amendment, as provided by Section **30-146 and 30-147, Idaho Code,** amending Article Sixth by striking out the word and figure "250 shares" and in lieu thereof inserting the word and figure "1861 shares", being the correct number of shares owned by the shareholders in said corporation,

and that the said articles of amendment contain the statement of facts required by law, and are recorded on Film No. **71** 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 **18th** day
of **January**, in the year of our Lord
one thousand nine hundred **fifty-two**,
and of the Independence of the United States of
America the One Hundred **Seventy-sixth**.

Secretary of State.

CERTIFICATE OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
"MASON CREEK DITCH COMPANY"

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, ROBERT C. WALKER, President, and J. T. BALES, Secretary, respectively, of the Mason Creek Ditch Company, a corporation, and Chairman and Secretary, respectively, of that certain meeting held by the shareholders of Mason Creek Ditch Company on the 16th day of February, 1951, as hereinafter described,

DO HEREBY CERTIFY

That the Articles of Incorporation were amended and corrected by striking out from Article Sixth of said Articles of Incorporation the words and figures "250 shares" and in lieu thereof inserting the words and figures "1861 shares" being the correct number of shares owned by the shareholders in said corporation:

FIRST

That the Board of Directors of Mason Creek Ditch Company met in regular session at the offices of said corporation, in the City of Caldwell, County of Canyon, State of Idaho, on the 3rd day of February, 1951, and by a majority vote of the directors it was resolved and ordered that a special meeting of the shareholders of said corporation be called for on the 16th day of February, 1951, at the offices of said corporation, in the City of Caldwell, County of Canyon, State of Idaho, for the purpose, among other things of amending and correcting Article Sixth of the Articles of Incorporation, by striking out from paragraph sixth from said Articles of Incorporation the words and figures "250 shares" and in lieu thereof inserting the words and figures "1861 shares" being the correct number of shares owned by the shareholders of the said corporation.

SECOND

That pursuant to the call by the said Board of Directors, a written notice signed by the Secretary thereof, as directed by said Board of Directors, stating the time and place of meeting and the object thereof was served on each shareholder prior to the date of the meeting.

THIRD

That the said notice contained a declaration of the purpose of submitting to a vote of the shareholders the proposition of amending and correcting Article Sixth of the Articles of Incorporation by striking out from said article sixth from said Articles of Incorporation the words and figures of "250 shares" and in lieu thereof inserting the words and figures "1861 shares" being the correct number of shares owned by the shareholders of the said corporation.

FOURTH

That pursuant to the proceedings herein set forth, and on the 18th day of February, 1951, the shareholders of the said Mason Creek Ditch Company met in regular session at the offices of said corporation as above set forth at which meeting a total of 1861 shares were represented, being all of the outstanding shares, and that said number of shares represented more than two-thirds of the entire number of shares of said corporation then issued and outstanding. The following resolution was thereupon moved, seconded and carried:

RESOLVED, That Whereas, Article Sixth of the Articles of Incorporation provides that the total holdings of the corporation are 250 shares; and

WHEREAS, the same is incorrect in that the total shares of the corporation are 1861, and

WHEREAS, It is desired that this error be rectified;

THEREFORE, be it resolved, That said Article Sixth of the Articles of Incorporation be and the same is amended and corrected to read as follows:

ARTICLE SIXTH. "That there shall be no capital stock issued by the corporation, but in lieu thereof, there shall be issued certificates of interest, evidencing the number of shares of interest each member owns in the total holdings of the corporation, and the total holdings of the corporation are 1861 shares, representing the total number of units or inches of water diverted, carried and distributed for irrigation and domestic purposes upon the lands of the persons owning shares in the corporation, and divided into 1861 units or parts, which shall not be the subject for declaring dividends and shall not be held or operated for a profit."

That upon motion for the adoption of the above resolution the vote resulted as follows: in favor of the adoption of said resolution, 1861 shares; against the adoption of said resolution, none. That said motion was carried by a vote of more than two-thirds of the entire issued and outstanding shares of said corporation as above set forth, to-wit: 1861 shares, and that the Chairman of said meeting thereupon declared the motion carried and adopted.

IN WITNESS WHEREOF, We have hereunto affixed our signatures and the seal of said corporation this the 16th day of January, 1952.


President

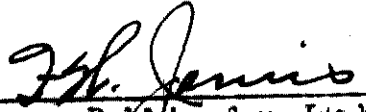
ATTEST:


Secretary

STATE OF IDAHO)
 : SS.
County of Canyon)

On this 16th day of January, 1952, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared ROBERT C. WALKER and J. T. BALES, personally known to me to be the persons whose names are subscribed to the foregoing instrument; that said Robert C. Walker and J. T. Bales acknowledged to me that they executed the same as President and Secretary respectively of the Mason Creek Ditch Company, a corporation, whose Articles of Incorporation were amended by the proceedings set forth in the foregoing certificate. That each of the above named acknowledged to me that he has read and subscribed the foregoing certificate and knows the facts therein stated and the same are true of his own knowledge.

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 Idaho
Residing at Calawell, Idaho
My Commission expires: 3-29-53

(SEAL)