

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, IRA 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 original of the articles of incorporation of

THE ROOSEVELT DITCH COMPANY, INC.

was filed in the office of the Secretary of State on the **Twelfth** day of **March** A.D. One Thousand Nine Hundred **Fifty-five** and duly recorded on Film No. **89** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section ~~20-102~~ ³⁰⁻⁸⁰⁴, 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

Fifty (50) Years from the date hereof, with its registered office in this State located at **Aberdeen** in the County of **Bingham**

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

12th day of **March,**

A.D., 19 **55** .

Secretary of State.

ARTICLES OF INCORPORATION OF THE
ROOSEVELT DITCH COMPANY

KNOW ALL MEN BY THESE PRESENTS:

That, we, whose names are hereunto subscribed, do under and pursuant to the general incorporation laws of the State of Idaho, associate ourselves together, for the purpose of becoming a body corporate and carrying on and conducting the business hereinafter mentioned, and doing all lawful things and acts necessary, convenient, or beneficial in regard thereto, we do hereby execute these Articles of Incorporation of the Roosevelt Ditch Company.

ARTICLE I

The name of this corporation shall be

"The Roosevelt Ditch Company, Inc."

ARTICLE II

The location of the principal office and the place where the principal business of this corporation is to be transacted shall be at the City of Aberdeen, County of Bingham, State of Idaho.

ARTICLE III

The purpose of this corporation and the pursuit and business which it may carry on is and shall be as follows:

To take over, hold, own, manage and control, all that part or portion of that certain canal system constructed by the Roosevelt Ditch Company or members thereof in the City of Aberdeen, County of Bingham, State of Idaho, and having its point

of diversion or headgate on the north bank of the Aberdeen-Springfield Canal Company at or near the intersection of First West Street with the main highway on the South boundary of the City of Aberdeen, said canal among other things, having been constructed for the purpose of obtaining and supplying water to the various persons who are at present or may hereafter become stockholders and members of said company, together with the laterals, headgates, flumes, water rights, rights of way, easements, franchises and all other property of every character whatsoever appertaining to that part or portion of said system that has been or may hereafter be conveyed to the purchasers of water rights thereunder, as provided by law and as set forth in the certain several contracts of purchase, which convey or agree to convey to each several purchaser, a proportionate interest in such system based upon the number of shares of water rights finally sold therein. The object and purpose hereof being to create a holding corporation to take over, acquire, hold, control, manage, reconstruct and maintain the said system belonging to or in any wise necessary or appurtenant to the interests of said purchasers and water users, and this corporation, in addition to all the powers conferred upon it by virtue of the general incorporation laws, shall have the right to take over, own, hold, control, manage and maintain said system, to acquire by purchase, gift or any other lawful manner, any and all kinds of property, whether real, personal or mixed, that may in any wise be necessary or convenient to enable it to carry out the purpose for which it is organized;

to extend said system and acquire additional water rights, rights of way, franchises and easements, to fix charges, rentals, and tolls, to regulate and distribute water to the several users under said system according to their respective rights, and for the purpose of defraying the cost of maintenance, operation, and extention of said system and carrying out the purpose of this corporation in supplying to its users the water required and appurtenant to said lands in the most practical and economical manner and to do any and all things that may be needful to protect the users of water under this system and secure the greatest beneficial use of said water to said lands, and it shall have the power to levy fixed charges and assessments ratably and according to the benefits derived, against said lands, and to collect from its stockholders and all persons entitled to use water through said system, the expense of delivering the water upon such lands, to collect tolls, rentals, assessments and maintenance charges based upon the number of shares of each stockholder, and the right to defray any and all lawful expenses incident to the maintenance or operating of said Ditch System and for necessary and proper betterments, and for these and all other necessary or proper purposes, it may borrow money, execute corporate obligations and secure the same by proper Deeds of Trust.

ARTICLE IV

The term for which this corporation is to exist is Fifty

Years from and after the filing of these Article of Incorporation, unless sooner disincorporated according to law.

ARTICLE V

That the Board of Directors shall have the management of the business and property of this corporation and such other management and control as may be prescribed by the constitution and by-laws of this corporation. The names and residences of these who were elected to the Board of Directors at the 1954 annual meeting and until their successors are elected and qualified, are as follows:

Walter C. Sparks - residing at Aberdeen, Idaho				
Harvey Pansom	"	"	"	"
Ogden Lindhartsen	"	"	"	"
Chris J. Sterr	"	"	"	"
W. C. Jones	"	"	"	"
Kenneth Anderson	"	"	"	"
Charles Gary	"	"	"	"

ARTICLE VI

This corporation is not formed for profit but for the mutual operation of the canal, laterals and irrigation system hereinbefore mentioned, and no dividends shall at any time be declared upon the stock of any of the users, and any surplus arising from assessments, tolls or water rents during any year shall be applied to the maintenance and operation of said canal and system during the ensuing years.

The amount of stock of this Corporation that has been actually subscribed and the number of shares subscribed by each subscriber are as follows:

<u>Name of Subscriber</u>	<u>No. of Shares</u>	<u>Name of Subscriber</u>	<u>No. of Shares</u>
B.A. Burge	10	Glen Anderson	2
J.T. Dvorak	6	Felix Gonzales	1
John Hawes	1	Simon Paz	1
Lyle Taggart	1	A. Rice	1 $\frac{1}{2}$
Chris Sterr	2	Walter Inskeep	1
A-S Canal Co.	1	Gospel Tabernacle	1
City of Aberdeen	3	Wesley Jones	1
John Poss	1	Gilbert Pierson	1
Freeman Dunn	1	Mrs. Nate Newcomb	1
Malia Armstrong	1	Bingham Hotel	1
Harding George	1	T.V. Wilks	1
Lloyd Bartholoma	1	Ivan Nelson	1
Waldo Becker	1	Mrs. Tom Alvord	1
Frank Klempel	1	Chris Nelson	1
Dale Farnsworth	1	Tony Mosbrucker	1
John McLean	1	Axel Lindhartsen	2
W.T. Guard	2	Joe Fahnestock	3
Dale Mann	2	Lillie Dvorak	1
Charles Cary	2	Ogden Lindhartsen	2
Jack Schultz	1	Don Watson	1
Catholic Church	1	Ralph Hayes	1
John Palmer	1	Ferrel Westover	3
Walter Sparks	1 $\frac{1}{2}$	Bob Mann	1
Pete Kirby	1	Walter Inskeep	2
John Browne	1	Warren Kramer	3
Ken Anderson	2 $\frac{1}{4}$	Tom Clayson	1
Marion Gull	1 $\frac{1}{2}$	Frank Ross	3
Harvey Ransom	2	Cheese Factory	1
H.R. Honess	1	Von Jenkins	1 $\frac{1}{2}$
Presbyterian Church	2	Art Abercrombie	1
O.E. Kendall	1	Nate Turpin	4
Ed Mann	2		

ARTICLE VII

These Articles of Incorporation were unanimously voted, duly adopted, and said persons so elected as directors were duly authorized and directed to execute and duly file the same for record and to duly incorporate that association for and on behalf of its members.

In witness whereof we have hereunto set our hands
and affixed our seals.

<u>Walter C. Sparks</u>	Walter C. Sparks, President
<u>Harvey Pansom</u>	Harvey Pansom, Secretary-Treasurer
<u>Ogden Lindhartsen</u>	Ogden Lindhartsen, Watermaster
<u>Chris J. Sterr</u>	Chris J. Sterr, Board Member
<u>W. C. Jones</u>	W. C. Jones, Board Member
<u>Kenneth Anderson</u>	Kenneth Anderson, Board Member
<u>Charles Cary</u>	Charles Cary, Board Member

State of Idaho
Aberdeen, Idaho
County of Bingham

On this 10 day of March in the year of our Lord
One Thousand Nine Hundred Fifty ~~Four~~^{Five}, Before me Eric Ekman
a Notary Public in and for said county and state, Personally
appeared (list above) known to me to be the persons whose
names are subscribed to the within instrument and acknowledged
to me that they executed the same.

In witness whereof, I have hereunto set my hand and affixed
my seal the day and year in this certificate first written above.

Eric Ekman
Notary Public