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**CERTIFICATE OF INCORPORATION
OF**

A ARTESIAN COMPANY

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: **June 14, 1991**



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

John J. Clark

ARTICLES OF INCORPORATION

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The undersigned person of the age of twenty-one (21) years, or more, for the purposes of forming a corporation under the Laws and Statutes of the State of Idaho, adopts the following Articles of Incorporation for such corporation:

ARTICLE ONE. (Name) The name of the corporation shall be A ARTESIAN COMPANY.

ARTICLE TWO. (Duration) The period of duration of the corporation shall be perpetual.

ARTICLE THREE. (Purposes) The purposes for which the corporation is organized are to transact any and all lawful business for which corporations may be incorporated under the Idaho Business Corporations Act.

ARTICLE FOUR. (Capitalization) The aggregate number of shares that the corporation shall have authority to issue is 100,000 shares of common stock, with a par value of One Dollar (\$1.00) per share. There shall be no preferred stock. Each share shall have one (1) vote and shall be non-assessable.

ARTICLE FIVE. (Preemptive Rights) The shareholders shall have the preemptive right to acquire additional shares of the corporation.

ARTICLE SIX. (Registered Office and Registered Agent) The address of the initial registered office of the corporation shall be 825 North Fowler Rd., Rathdrum, Idaho and the initial registered agent of the corporation at such address shall be ROBBIE M. HOUCK.

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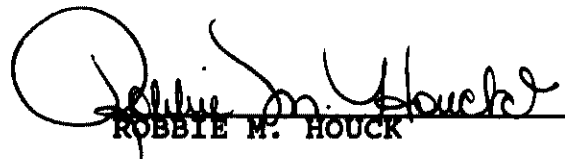
ARTICLE SEVEN. (Directors) The number of directors constituting the initial Board of Directors of the corporation is one (1). The name and address of the person who is to serve as Director until the first annual meeting of shareholders or until her successor is elected and qualified is as follows:

<u>NAME</u>	<u>ADDRESS</u>
ROBBIE M. HOUCK	825 N. Fowler Rd. Rathdrum, ID 83858

ARTICLE EIGHT. (Incorporators) The name and address of the incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
ROBBIE M. HOUCK	825 N. Fowler Rd. Rathdrum, ID 83858

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation in duplicate on the 15th day of April, 1991.

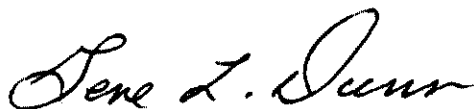

ROBBIE M. HOUCK

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June 5, 1991

Secretary of The State of Idaho:

I, Gene L. Dunn, President of Artesian, Inc. do hereby give my permission for the use of the name 'A Artesian Co.' to Fred Houck to use as his companys name.



Gene L. Dunn, President

Artesian, Inc.
2262 West Highway 33
Rexburg, Idaho 83440
(208) 356-6634