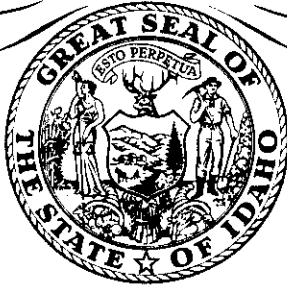


# State of Idaho



## Department of State.

### CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

I, ARNOLD WILLIAMS, 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

#### **CUB RIVER IRRIGATION COMPANY**

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **Twenty-Second** day of **August**, 19 **60**, original articles of amendment, as provided by Section s **30-146, 30-147, 30-160 and 30-804, Idaho Code, Amending ARTICLE VI, extenting term of corporate existence to perpetual; and ARTICLE IX re-election of officers and date of annual meeting.**

and that the said articles of amendment contain the statement of facts required by law, and are recorded on Film No. **112** 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 **22nd** day of **August**, A. D., 19 **60**.

Secretary of State

CERTIFICATE OF AMENDMENT

OF

ARTICLES OF INCORPORATION OF CUB RIVER IRRIGATION CO.

STATE OF UTAH            )  
                              :    ss  
COUNTY OF CACHE        )

KNOW ALL MEN BY THESE PRESENTS:

That we, L. D. BODILY, as President, MERVIN J. BODILY, as Secretary, respectively, of the Cub River Irrigation Company, a Mutual Irrigation Company organized and existing at Fairview, Franklin County, Idaho, do hereby certify as follows:

That at the regular annual stockholders' meeting of the Cub River Irrigation Company, held at the L.D.S. Church Building in Fairview, Franklin County, Idaho, on the 7th day of March, 1960, at 11:00 A.M., pursuant to written notice, dated and mailed February 20, 1960, to all of the stockholders of the corporation, stating the specific purpose to amend in the manner provided herein, the Articles of Incorporation of the said corporation, which notice was given more than ten days prior to the holding of the said meeting and gave the time and the place of the said meeting as above set forth, and in which notice it stated the nature of the proposed amendments as above set forth, proof of which mailing of notice is on file in the office of the Secretary of the company, a resolution was duly adopted by the stockholders present at such meeting, in the manner as hereinafter set forth, amending the Articles of Incorporation of the said company as follows:

RESOLUTION

BE IT RESOLVED by the stockholders of the Cub River Irrigation Company, a Utah corporation, at the annual stockholders' meeting held in the L.D.S. Church Building at Fairview, Franklin County, Idaho, on Monday, the 7th day of March, 1960, at 11:00 A.M., pursuant to a call of the Board of Directors and a notice given by the Secretary as required by law and Article IX of the Articles of Incorporation of the said company, by mailing a copy thereof to the stockholders of the company as appears from the books of the company at least ten days prior to the date of the said meeting, that the first two paragraphs of Article IX of the Articles of Incorporation be and the same are amended to read as follows:

1. That subdivision paragraph 1 of said Article IX be amended to read as follows:

ELECTION OF OFFICERS

The Board of Directors or Trustees of the corporation shall be elected at the annual stockholders' meeting by the stockholders. The President, Vice-President, Secretary and Treasurer shall be elected by the Board of Directors. The Board of Directors shall have the power to fill all vacancies of the officers.

2. That subdivision paragraph 2 of said Article IX be amended to read as follows:

#### MEETINGS

Until otherwise provided by the by-laws, the annual meeting of the stockholders of the corporation shall be held on the first Monday of March, 1961, at 10 o'clock A.M. and on the first Monday in March each year thereafter for the life of the said corporation, for the purpose of electing the trustees, the Board of Directors of this corporation, and for the purpose of transacting such other business as may properly come before the meeting, which meeting will be held in the Town of Fairview, Franklin County, Idaho. The time of day which the meeting will be held may be changed by order of the Board of Directors.

3. That Article VI of the Articles of Incorporation of the corporation be and the same is hereby amended to read as follows:

#### ARTICLE VI, DURATION

That this corporation is organized for a period of not less than three years and which may be perpetual and shall be perpetual or until such time as the same shall be legally dis-incorporated.

BE IT FURTHER CERTIFIED that no other changes or amendments to the said Articles of Incorporation were made at the said meeting.

BE IT FURTHER CERTIFIED that subdivision paragraphs 3 and 4 of Article IX of the Articles of Incorporation of the said corporation read as follows:

The manner of election at all such meetings shall be by ballot and the person receiving the majority of the votes cast for the filling of any office shall be deemed to be elected to such office.

At all regular stockholders' meetings of the corporation, the capital stock represented at the meeting shall have power to hold the meeting and to transact the business thereof.

And that at the said annual meeting there were issued and outstanding 2,634 shares of capital stock of said corporation and there were present and voting in person or proxy at the said meeting 1,356 shares of stock in said company.

That at the said meeting the voting on the proposed amendments is as follows:

#### Article IX

|       |  |                   |
|-------|--|-------------------|
| No. 1 | Manner of election of officers as proposed | 739 Yes<br>619 No |
| No. 2 | Time of Meeting                            | 997 Yes<br>359 No |

ARTICLE VI

No. 3 Making existence of corporation  
perpetual

1356 Yes  
0 No

Adopted this 7th day of March, 1960.

L. D. Bodily, President

ATTEST:

Mervin J. Bodily  
Mervin J. Bodily, Secretary

and in accordance with the provisions of Section 30-147, Idaho Code, the foregoing copy of the said Resolution is hereby certified in triplicate, originals to be filed with the Secretary of State and the County Recorder of Franklin County, Idaho.

IN WITNESS WHEREOF, the undersigned President and Secretary of the Cub River Irrigation Company, have hereunto set their hands and affixed the seal of the said company this 16<sup>th</sup> day of August, 1960.

L. D. Bodily  
L. D. Bodily, President

(CORPORATE SEAL)

Mervin J. Bodily  
Mervin J. Bodily, Secretary

STATE OF UTAH    )  
                      :    ss  
COUNTY OF CACHE)

L. D. Bodily and Mervin J. Bodily, being each first duly sworn, depose and say: That they are the President and Secretary, respectively, of the Cub River Irrigation Company. That they have read the foregoing Certificate of Amendment and know the contents thereof, and that the same is true of their own knowledge; that the said resolution is a true and correct copy of the original Resolution adopted at the said stockholders' meeting of the said corporation held at the time and place above set forth, and that the signers of the said certificate duly acknowledged that they executed the same.

Mervin J. Bodily

Subscribed and sworn to before me this 16<sup>th</sup> day of August, 1960.

(NOTARY SEAL)

[Signature]  
Notary Public  
Residing at Logan, Utah

My commission expires:

Oct 29, 1962