



**Department of State.**

**CERTIFICATE OF INCORPORATION  
OF**

STECHER MUTUAL WATER CO.

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: August 20, 1991



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: *Elizabeth M. Zabala*

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SECRETARY OF STATE

ARTICLES OF INCORPORATION  
OF  
STECHER MUTUAL WATER CO.

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SECRETARY OF STATE

KNOW ALL MEN BY THESE PRESENTS That we, the undersigned full age citizens of the United States of America, do hereby voluntarily associate ourselves together for the purpose of forming a non-profit corporation under the provisions of Idaho Code Section 30-301, et seq, and amendments thereto, and hereby adopt the following ARTICLES OF INCORPORATION.

ARTICLE I.  
Name

The name of this corporation shall be "STECHER MUTUAL WATER CO."

ARTICLE II.  
Purposes

The purposes for which this corporation is formed are:

(a) To associate its members together for their mutual benefit and to that end, to engage in the business of providing domestic water service, by operating wells, casings, pumps, etc. to provide a supply of water at the well head to its members, who are owners of tracts of land in the Stecher Subdivision, Caldwell, Canyon County, Idaho; but that each member will be responsible for transporting the water to the member's tract of land.

(b) To own, operate and develop any property necessary to accomplish the purposes of this corporation, to borrow for the use and needs of the corporation, and to pledge and/or mortgage real, personal and intangible property of the corporation as security therefor in any manner permitted by law.

(c) To do any and all things that may be incident or conducive to the aforesaid objects or any of them and exercise the usual powers of corporate bodies.

(d) To appoint such officers and agents as the business of the corporation shall require and to allow to them suitable compensation.

(e) To make By-Laws not inconsistent with these Articles, the laws of the United States, or the laws of the State of Idaho, which By-Laws shall be for the regulation and government of the affairs of the corporation and shall provide for the means of certification and transfer of the certificates of membership in this corporation.

(f) To have a schedule of rates and charges to its members for the operation of the wells, pumps, casings, etc. for necessary operation and maintenance, as may be provided in the By-Laws of this corporation, and for a method of collection, which shall include the right to refuse service, as may be provided in the By-Laws of this corporation.

(g) To levy assessments on the members of the corporation for any necessary repairs or improvements to the well, casing, pump, etc. should the rates and charges for operation and maintenance be inadequate to pay for such repairs and improvements, by any method as provided in the By-Laws of this corporation.

(h) The foregoing shall be construed both as objects and powers and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred upon this corporation by the laws of the State of Idaho, all of which are hereby expressly claimed.

### ARTICLE III. Place of Business

The location of the registered office of this corporation within the State of Idaho shall be 16205 Susan Street, Caldwell, Canyon County, Idaho 83605. The initial registered agent for the corporation shall be Charles E. McHugh, whose address is the same as that of the registered corporate office listed immediately preceding.

### ARTICLE IV. Board of Directors

The affairs of the corporation shall be under the control of the Board of Directors consisting of not less than three nor more than five, as may be set by the By-Laws.

The number of the Board of Directors may be increased by the by-laws, but at no time shall number more than seven. Directors are required to hold a membership certificate of the corporation and shall be elected by the members at their annual meeting. The term for the directorship shall be one year.

The names and addresses of the Board of Directors of Stecher Mutual Water Company upon incorporation are:

Charles E. McHugh  
16205 Susan  
Caldwell, Idaho 83605

Myron Frazier  
15121 David Street  
Caldwell, Idaho 83605

Leonard E. Spaulding  
15135 David Street  
Caldwell, Idaho 83605

C. Vann Hollie  
15094 Daniel  
Caldwell, Idaho 83605

Sandra L. McHugh  
16205 Susan  
Caldwell, Idaho 83605

All Directors reside within the limits of Stecher Mutual Water Company.

ARTICLE V.  
Certificates

The corporation shall have authority to issue twenty-four certificates of membership, said certificates to be fully assessable as provided by these Articles and By-Laws of the corporation and the statutes of the State of Idaho. The certificates, when issued, will represent one-twenty fourth (1/24th) interest in the well, pump, casing, pipeline and pressure tank. It is contemplated that Lot 10, Block 1 of the Subdivision will be divided into two lots, and each lot as subdivided shall be entitled to one certificate; Lot 5, Block 1, shall be allotted three (3) certificates; thereafter, no further subdividing of the lots shall be permitted except by the vote of all of the holders of the certificates.

The land on which the wells are located is described as follows:

Well No. 1:

Commencing at the Northwest corner of Lot 5, Block 1 of Amended Plat of Stecher Subdivision; running thence East along the North line of said Lot 5 a distance of 35 feet to a point; thence South and parallel with the West line of said Lot 5, Block 1, a distance of 50 feet to a point; thence West along a line parallel with the North line of said Lot 5, Block 1, a distance of 35 feet; thence North along the West line of Lot 5, Block 1, a distance of 50 feet to the real point of beginning, all in Canyon County, Idaho.

Well No. 3:

Commencing at the Southeast corner of Lot 13, Block 1, Amended Plat of Stecher Subdivision; running thence West along the South boundary line of said Lot 13, Block 1, a distance of 50 feet; thence North along a line parallel with the East boundary of said Lot 13, Block 1, a distance of 50 feet to a point; thence East along a line parallel with the South boundary line of said Lot 13, Block 1, a distance of 50 feet; thence South along the East boundary line of said Lot 13, Block 1, a distance of 50 feet to the real point of beginning, all in Canyon County, Idaho.

ARTICLE VI.  
By-Laws

The By-Laws of the corporation for the management of its affairs shall be adopted by the members of the corporation and said members will be empowered to adopt, amend or repeal said By-Laws by a majority of the total vote outstanding.

ARTICLE VII.

Each of the issued twenty-four (24) certificates shall be entitled to one vote.

The corporation shall not issue capital stock, shall declare no dividends nor declare any pecuniary benefit or profit for the members of the corporation. The corporation shall be authorized to issue one class of memberships in the corporation to the owners of the Lots described in the objectives and purposes, and must do so without regard to race, creed, religion, sex or age.

ARTICLE VIII.

All certificates of membership and the right to vote said certificates shall be appurtenant to the ownership of a tract of land within the Stecher Subdivision, Caldwell, Canyon County, Idaho.

ARTICLE IX.  
Duration

The term for which this corporation shall exist is perpetual.

ARTICLE X.  
Incorporators

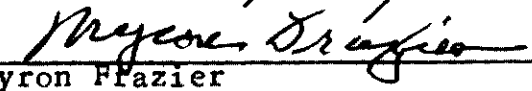
The names and post office addresses of the incorporators are as follows:

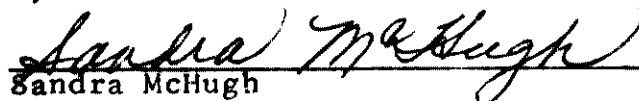
<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
Charles E. McHugh	16205 Susan Caldwell, Idaho 83605
Myron Frazier	Route #8 Caldwell, Idaho 83605
Sandra L. McHugh	16205 Susan Caldwell, Idaho 83605

Each of the persons above enumerated as incorporators is a natural person over the age of twenty-one years and is a citizen of the United States of America.

IN WITNESS WHEREOF, For the purpose of forming this corporation under the statutes of the State of Idaho, we the undersigned, constituting the incorporators of this corporation, have executed these Articles of Incorporation this 5<sup>th</sup> day of August, 1991.

  
Charles E. McHugh

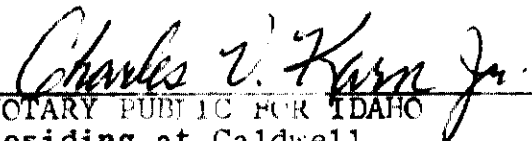
  
Myron Frazier

  
Sandra McHugh

STATE OF IDAHO )  
: ss.  
County of Canyon)

On this 5<sup>th</sup> day of August, 1991, before me, the undersigned Notary Public in and for said State, personally appeared Charles McHugh, Myron Frazier, and Sandra McHugh, 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 official seal the day and year in this certificate first above written.

  
NOTARY PUBLIC FOR IDAHO  
residing at Caldwell

(seal)