



Department of State.

**CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION**

I, JAS. H. YOUNG, 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

GREENWOOD AVENUE IRRIGATION COMPANY, LIMITED

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **24th** day of **April** 19**58**, original articles of amendment, as provided by Section^s **30-147 and 30-160, Idaho Code,** making the corporate existence perpetual.

and that the said articles of amendment contain the statement of facts required by law, and are recorded on Film No. **102** 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 **24th** day of **April**, A. D., 19**58**.

Secretary of State

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3 CERTIFICATE OF AMENDMENT TO ARTICLES OF INCORPORATION
4 of
5 GREENWOOD AVENUE IRRIGATION COMPANY, Limited.
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8 We, the undersigned Arthur Wheat and Annabel Anderson, respectively
9 President and Secretary of the Greenwood Avenue Irrigation Company, Limited, a
10 non-profit corporation, do hereby certify that at a meeting of the Board of Directors of said corporation duly called and held in the city of Payette, County of Payette, State of Idaho, on the 11th day of March, 1958, at 8:00 P.M., at which meeting a quorum of Directors was present in person, the following resolution was adopted by more than a two-thirds majority of said Directors --

11 That, whereas, the corporation was notified by letter dated the 13th
12 day of February, 1958, from the office of the Secretary of State of
13 the State of Idaho that the corporate existence of the Greenwood
14 Avenue Irrigation Company, Limited, expired on the 16th day of April,
15 1956, and, whereas, it is the desire of said corporation to continue
16 to operate as a corporation for a period of perpetual existence; Now,
17 Therefore, BE IT RESOLVED By a two-thirds vote of said Directors
18 that the extension of the Articles of Incorporation for a perpetual
19 existence will be for the best interests of the stockholders and
20 that Tuesday, the 22 day of April, 1958, at 8:00
21 P.M., at Payette County Court House,
22 is hereby fixed as the time and place for the holding of a Directors'
23 meeting, at which time the question of the proposed extension of the
24 corporate existence of said corporation will be finally voted upon by
25 the Directors of said corporation; and BE IT FURTHER RESOLVED That a
26 notice of the time and place of said Directors' meeting shall be
27 given at least thirty days prior to such meeting by mailing to each
28 of the stockholders shown on the books of the corporation at his last
29 known mailing address, said notice to comply with Idaho Code 30-160,
30 and said notice to be mailed by the Secretary to each stockholder,
31 and said notice also to be published at least once a week for four
32 successive weeks prior to said meeting in the Independent-Enterprise,
a newspaper of general circulation in Payette County; and BE IT FURTHER RESOLVED That the Board of Directors re-convene on Tuesday, the 22 day of April, 1958, at 8:00 P.M., at Payette County Court House, then and there to determine whether or not the proposed extension of corporate existence of said corporation shall be authorized.

That thereafter Annabel Anderson, Secretary of said corporation, sent the following notice to each stockholder of said corporation at least thirty days prior to the said scheduled meeting, at his last known address as shown on the books of the Greenwood Avenue Irrigation Company, Limited.

You will please take notice that on the 11th day of March, 1958, by a two-thirds vote of the Directors of Greenwood Avenue Irrigation Company, Limited, a resolution was passed that an extension of the corporate existence of said corporation is to the best interests of the corporation and of the stockholders, and that Tuesday, the 22 day of April, 1958, at 8:00 P.M., in the courtroom of the County Court House, at Payette, Idaho, is the time and place for the holding of a Directors' meeting, at which time the question of such proposed extension of the corporate existence will be finally

1 voted upon by the Directors of said corporation, and that thirty days
2 have lapsed since the 11th day of March, 1958.

3 It is the intention of the Directors, at the abovestated time and
4 place to vote upon a proposed extension of the corporate existence of
5 the Greenwood Avenue Irrigation Company, Limited, to allow the corpo-
6 ration to exist perpetually inasmuch as the term of the corporate
7 existence has now expired. You are further notified that as a stock-
8 holder you have the right to object to the proposed extension of the
9 corporate existence. You are further advised that any stockholder who
10 objects to such proposed extension may make such objection in writing,
11 which written objection may be mailed to said corporation at Box 330,
12 Payette, Idaho, or said objection may be personally served upon Arthur
13 Wheat, President, or Annabel Anderson, Secretary.

14 You are further notified that any stockholder may appear at the
15 Directors' meeting, in person or by written proxy filed at the time of
16 the meeting, and make an objection to the proposed extension, but un-
17 less stockholders representing one-third of the capital stock of the
18 corporation or one-third of the members make objection to such propos-
19 ed extension at or prior to said meeting, in one or more of the methods
20 above specified, then the Board of Directors may at said meeting, by
21 resolution adopted by at least a two-thirds majority vote of such
22 board, make such extension as proposed.

23 It is necessary to extend the charter of this corporation as the
24 same has now expired.

25 GREENWOOD AVENUE IRRIGATION COMPANY, Limited.
26 By Annabel Anderson
27 Secretary

28 That thereafter Annabel Anderson, as Secretary of said corporation, did
29 publish the following notice in The Independent-Enterprise, a newspaper of genera-
30 l circulation in Payette County, on March 13th, March 20th, March 27th and April
31 3rd, 1958 --

32 PLEASE TAKE NOTICE That pursuant to the provisions of Idaho Code
30-160, the Board of Directors of the Greenwood Avenue Irrigation
Company, Limited, did, by resolution passed on the 11th day of March,
1958, determine that it would be to the best interests of the stock-
holders to extend the corporate existence of said corporation.

33 You are further notified that on Tuesday, the 22 day of
34 April, 1958, at 8:00 P.M., in the courtroom of the County
35 Court House, at Payette, Idaho, the Directors will hold a meeting, at
36 which time any stockholder who either personally or by proxy, or in
37 any manner provided in Idaho Code 30-160, makes objection to the exten-
38 sion of the corporate existence of Greenwood Avenue Irrigation Company,
39 Limited.

40 Objection may be mailed or handed to the corporation, its Presi-
41 dent or Secretary, or stockholder may make objection in person or by
42 written proxy, but unless stockholders representing 1,000 shares of
43 the capital stock make objection the Board of Directors may extend
44 the term of Greenwood Avenue Irrigation Company, Limited, to make the
45 same perpetual.

46 GREENWOOD AVENUE IRRIGATION COMPANY, Limited.
47 By Annabel Anderson
48 Secretary

49 That thereafter and on the 22 day of April, 1958, at 8:00
50 P.M., in the courtroom of the County Court House, at Payette, Idaho, the Board

1 of Directors held a meeting pursuant to said notice, and there not being the statu-
2 tory number of objecters under Idaho Code 30-160 to the extension of the term of
3 corporate existence of said corporation and there being a majority number of the
4 Directors present at said meeting, the following resolution was adopted by a two-
5 thirds majority vote of the Directors --

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RESOLVED, That the Fourth Article of the Articles of Incorporation of
the Greenwood Avenue Irrigation Company, Limited, be amended to read --
'That the term for which the corporation shall exist is perpetual'.

That all the terms and conditions of Idaho Code 30-160 have been complied
with and the Board of Directors direct the President and Secretary to sign and file,
in triplicate, the certificate of proceedings hereinbefore mentioned with the Secre-
tary of State of the State of Idaho and pay the required fees for the purpose of
extending the term of existence of the Greenwood Avenue Irrigation Company, Limited,
to perpetuity.

Arthur Wheat
Arthur Wheat -- President

Annabel Anderson
Annabel Anderson -- Secretary

STATE OF IDAHO)
: ss.
County of Payette)

ARTHUR WHEAT and ANNABEL ANDERSON, being first duly sworn, each for him-
herself and not for the other, deposes and says that Arthur Wheat is the duly
elected, qualified and acting President of Greenwood Avenue Irrigation Company,
Limited, a corporati, and Annabel Anderson is the duly elected, qualified and act-
ing Secretary of Greenwood Avenue Irrigation Company, Limited, the corporation
named in the foregoing and attached Amendment to Articles of Incorporation;

That on the 11th day of March, 1958, the Board of Directors of said
corporation held a Special Meeting, duly called, in the office of said corporation
at Payette, Idaho, for the purpose of taking up the business of extending the term
of corporate existence of said corporation and of amending the Articles of Incorpo-
ration to comply therewith; that by resolution on said date the Secretary was
instructed to notify all stockholders of said corporation of the Directors' meet-
ing to be held on the 22 day of April, 1958, in the courtroom of the
County Court House, at Payette, Idaho, at 8:00 P.M., of said day, and to pub-
lish notice of said meeting in The Independent-Enterprise, a newspaper of general
circulation in Payette County, for a period of four successive weeks;

That on the 22 day of April, 1958, one-third of the stock-
holders of said corporation having failed to appear or object in any manner, as
set out in Idaho Code 30-160, the Directors of said corporation amended the Articles
of Incorporation of Greenwood Avenue Irrigation Company, Limited, as embraced in
the foregoing and attached Amendment, which was voted upon, ratified and approved
by two-thirds of the Directors; and that we were respectively the President and
Secretary of said corporation and do hereby officially report the results of the
respective meetings.

Arthur Wheat
Arthur Wheat, President

Annabel Anderson
Annabel Anderson, Secretary

1 Subscribed and sworn to before me
2 this 22 day of April, 1958.

3 Vernon Daniel
4 Notary Public for Idaho
5 Residing at Payette, Idaho
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