

FILED EFFECTIVE

ARTICLES OF INCORPORATION
OF

DEC 23 PM 12:26

SEAMAN'S SECOND SUBDIVISION WATER USERS ASSOCIATION, INC.

SECRETARY OF STATE
IDAHO

The undersigned, acting as the incorporator of a nonprofit corporation ("Corporation") organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), adopts the following Articles of Incorporation ("Articles").

Article I Name.

The name of the Corporation is **Seaman's Second Subdivision Water Users Association, Inc.**

Article II Nonprofit Status.

The Corporation is a nonprofit corporation.

Article III Period of Duration.

The period of duration of the Corporation is perpetual.

Article IV Registered Office and Agent.

The location of the Corporation is in the City of Boise, County of Ada and in the State of Idaho. The address of the initial registered office is **1824 Regal Dr. Idaho 83704**, and the name of the initial registered agent at this address is **Terry Wingate**.

Officers are:

President :	Terry Wingate	1824 Regal Dr.
Secretary:	LaMoyne Wingate	1824 Regal Dr.
Treasurer:	Valora Kreller	1707 Coolidge

Article V Purposes.

The purposes for which the Corporation is organized and will be operated to manage the affairs of the Corporation and all lawful business, and to exercise all powers granted by law necessary and proper to carry out the foregoing purpose.

Article VI Limitations.

No part of the net earnings or the assets of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article V hereof.

Article VII Members.

The Corporation shall have members who shall have such rights as are provided in the Act that are consistent with the management authority that these Articles grant the Board of Directors of the Corporation. Any person may become a member of the Corporation upon payment of the annual dues fixed by the Board of Directors.

ARTICLES OF INCORPORATION OF SEAMAN'S SECOND SUBDIVISION WATER USERS
ASSOCIATION, INC.

IDAHO SECRETARY OF STATE
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Article VIII Board of Directors.

The affairs of the Corporation shall be managed by its Board of Directors. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Corporation's Bylaws. Each Director of the Corporation shall, at all times, be a member of the Corporation. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected by the members of the Corporation in the manner and for the term provided in the Bylaws of the Corporation.

The names and street addresses of the persons constituting the initial Board of Directors are:

<i>Jeanie</i> NAME	ADDRESS
Jeanne Loera	8010 Queen St. Boise, Idaho 83704
Pat Rupe	8124 King St. Boise, Idaho 83704
LaMoyne Wingate	1824 Regal Dr. Boise, Idaho 83704
Jim Kreller	1707 Coolidge Boise, Idaho 83704

Article IX Membership Fees.

Membership fees may be charged to all members or classes of membership in equal amounts or in different amounts or proportions upon different members or classes of membership and some members or classes of membership may be made exempt from such membership fees. The Board of Directors is authorized to fix the amount of membership fees from time to time, and to make them payable at such times or intervals, and upon such notice, and by such methods as the Board of Directors may prescribe.

Article IX Distribution on Dissolution.

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation consistent with the purposes of the Corporation.

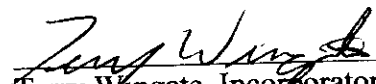
Article XI Incorporator.

The name and street address of the incorporator is Terry Wingate 1824 Regal Dr., Boise, Idaho 83704.

Article XII Bylaws.

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws. The Board of Directors of the Corporation shall be authorized to amend the Corporation's Bylaws at a properly noticed special or regular meeting of the Board of Directors.

DATED this day of 12/22, 2004.


Terry Wingate, Incorporator