

Articles of Incorporation

KNOW ALL MEN BY THESE PRESENTS that we, the undersigned, all of whom are bona fide residents of the State of Idaho and citizens of the United States of America, have this day voluntarily associated ourselves together for the purpose of forming a non-profit corporation under Chapter 8, Title 30 of the Idaho Code, and we do hereby certify in writing the following:

1

That the name of this corporation is the Fox Creek Canal Company, Incorporated.

II

That the principal office and location of said corporation shall be Chapin, Idaho, with the registered mailing post-office address at Victor, Idaho.

III

That the duration and continued existence of this corporation shall be, and is hereby declared to be for fifty years.

IV

That the purposes for which the said corporation is formed are: to acquire, own, manage and control ditches, canals, laterals, diversion works with right-of-ways and all necessary appurtenances for the diversion and conveyance of water for all beneficial uses that may be made thereof by the stockholders of this corporation; to acquire, own and or lease water, either by direct flow or storage; to own, build or lease reservoirs therein for the storage or impounding of water, to provide and construct diversion works, canals and ditches, to divert and or convey any or all water, the right to the use of which is now or may hereafter be awarded to or acquired by each, any or all of the stockholders or that may hereafter be awarded to or acquired by the corporation for its several stockholders; to construct and maintain canals and ditches with necessary diversion works for the

efficient and economical delivery of water to the water-users; to construct by-passes or other water-courses for the saving of water, or to take any necessary and proper means to prevent seepage and waste thereof, to do any and all things necessary and proper for the accomplishment of any or all of the purposes and objects herein enumerated or which may or shall be necessary or expedient or conducive to the benefit of the several stockholders thereof, the object being to prevent waste and the saving of water.

V.

That there shall be a board of directors composed of five members, whose names and addresses are: Cecil R. Mangum, Victor, Idaho; C. M. Allen, Driggs, Idaho; Frank Berger, Victor, Idaho; C. W. Nelson, Driggs, Idaho; James O. Kay, Victor, Idaho.

TA

That the total of said shares of stock in said corporation is three thousand and seven hundred and sixty-five, divided into like number of equal shares whose par value is one dollar each.

TLA

That the amount of stock actually subscribed is three thousand and seven hundred and sixty-five dollars, with the following names, addresses and respective shares by whom the same has been subscribed:

C. M. Allen	Driggs, Idaho	174
Berger, Frank	Victor, Idaho	80
Ballard, Lynn	"	150
Burnside, LaVar	"	150
Brown, Deloy	"	60
Bangerter, F. L.	Woodscross, Utah	155
Christensen, Maud	Driggs, Idaho	116
Dowey, Joe	Victor	5
Foster, T. G.	Driggs,	220
Fenton, Harold	Victor	80
Gordon, Dan	"	160
Green, A. Y.	Driggs,	80
Hibbert, Ned	Victor.	115
Kay, J. O.	"	80
Kay, Merlin	"	80
Kay, Lyle	"	80
Misner, Charles	"	40
Moulton, Ernest	"	144
Mangum, Cecil	"	150
Moulton, Floyd	"	180
Moulton, John A.	"	160
Nelson, Ellen	"	190
Nelson, C. W.	Driggs, Idaho	220
Nethercott, George	Victor	160

stockholders continued:

address:

Shares:

Oglesby, J. J.	Driggs, Idaho	80
Rasmussen, Hal	Victor, Idaho	170
Rasmussen, Jack	"	160
Stone, Dwight	"	26
Stone, Elmer	"	40
Thompson, Richard	"	80
Williams, Earl	"	80
Wanlass, Wm. J.	"	80

Total shares 3765

IN WITNESS WHEREOF, We have hereunto set our hands this

31 day of July, 1950.

Cecil R. Mangum Frank Berger

C. W. Nelson

James O. Kay

ACKNOWLEDGEMENT

STATE OF IDAHO)
COUNTY OF TETON) SS.

On this 31 day of July, 1950, before me, H. S. Forbush, a Notary Public, in and for the State of Idaho, personally appeared : Cecil R. Mangum, C. M. Allen, Frank Berger, C. W. Nelson and James O. Kay, 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 the certificate first above written.

H. S. Forbush

Notary Public residing at Driggs, Idaho

Expires Dec. 28, 1953

25148

**ARTICLES OF
INCORPORATION OF**

**FOX CREEK CANAL COMPANY,
INCORPORATED**

Location Victor

Existence Fifty years.

Capital Stock \$3,765.

STATE OF IDAHO
DEPARTMENT OF STATE
Secretary's Office
Boise, Idaho

Approved, filed, and admitted to
the records of Articles of Incorpor-
ation of the State of Idaho and
certificate issued

this 4th day of
August, 19 50

at 9 o'clock A M

FEES PAID

Filing \$ 20.00

Recording _____

Certificate _____

License tax _____

TOTAL \$ 20.00

J. D. (CY) PRICE

SECRETARY OF STATE

BY

Orla J. Price

CORPORATION CLERK

AGREEMENT

This AGREEMENT, made and entered into this 3rd day of April 1963, by and between the Fox Creek Canal Company, Incorporated, a domestic irrigation company of the State of Idaho, of Victor, Idaho, hereinafter called the canal company; and Ed Moulton, Merle G. Kunz, Stanley Nelson, Clarence Kunz and Dick Womack, of Victor, Idaho, hereinafter called the pipeline users; WITNESSETH THAT:

Whereas, the Pipeline users, all of whom are water users and stockholders of the canal company are contemplating the creation of a sprinkler system to be known as Rock Road Sprinkler Irrigation Company; which system shall require the change diversion of their present water rights to a new point of diversion.

Now Therefore, for and in consideration of the mutual covenants and agreements hereinafter specified, the Canal Company, by and through its officers does authorize and consent that the Pipeline users change the present location of their point of diversion for the distribution of their water rights from the Fox Creek Company canal into said metal pipeline at a point approximately 20 feet east, 900 feet south of the Northeast corner of the Northwest quarter of the Northwest quarter of Section 29 Township four North, Range 46 E.B.M.

1. That the creation and operation of the proposed Pipeline Company will cause no expense or sacrifice in any way to the Canal Company or any other stockholder thereof. Pipeline users will assume all responsibility and liability for any damage to the Canal Company or private property, and any and all effects or interference with canals, ditches, diversions works or water flow, wither company water or private decree distribution and service. The Pipeline users on their own initiative will negotiate contract for all necessary easements, rights-of-way and road crossings, whether same shall be public or private lands, and shall be wholly responsible therefor.

2. That the Pipeline users agree to continue to share all ditch, channel or stream shrinkage and loss, which may fluctuate from time to time, down to the present existing points of diversions, the same to be determined periodically by the State Engineer or Master or Deputy or some other competent person.

3. That the Pipeline users shall have delivered to and receive for the diversion of the system for irrigation, only those waters which now belong to each member of the Pipeline users by virtue of Decree of Company stock, except, however, upon certain special conditions the Company may grant permission to use additional water.

That the pipeline users shall have only one point of diversion in the Canal Company, the location of which is hereinabove granted and consent given; provided

hat should that point of diversion through any act, fault, or cause be destroyed or become no longer feasible to maintain, the Pipeline users may resort to their former rights of diversion.

5. That the Pipeline users shall continue to be stockholders in the Canal Company and shall remain subject to all the rules, regulations and control of the Fox Creek Canal Company, as provided by the by-laws of said company and all amendments thereof and all subsequent amendments thereto.

* 6. That the Pipeline users are entitled to have continuous representation on the board of Directors of the Canal Company at all times, provided no more than two members of the Board of Directors of the Canal Company shall come from the Pipeline Company.

7. That the pending organization and operation of the Pipeline users into the Rock Road Sprinkler Irrigation Corporation will in no way affect existing water rights, whether by decree or canal company stock.

8. That the Pipeline users must receive the Canal Company's authorization before any water decreed to or belonging to certain described property may be used on other lands even though the other lands may belong to the same party or individual.

IN WITNESS WHEREOF, the respective parties have subscribed their signatures this ---- day of April 1963.

Signed:

Boyd Moulton

Merle E. Kunz

Stanley Nelson

Walter Atkinson

Clarence Kunz

PIPELINE USERS

THE FOX CREEK CANAL COMPANY, INC.

By President Ray Gordon

By Secretary Bessie Gordon

MEMORANDUM DECISION

THE FOX CREEK CANAL COMPANY, acting through its duly elected and appointed officers, hereby gives consent and authorization for the necessary changing of points of diversion, from Company canals to pipeline systems, known as the Rock Road Sprinkler Irrigation, Corporation, as amended, and the Foster Oglesby pipeline sprinkling system, subject however, to the following rules and regulations, to wit:

- 1- That certain agreement entered into between the Rock Road Sprinkler Irrigation, Corporation, and the Fox Creek Canal Company, on April 3, 1963, is made applicable and completely binding.
- 2- That any surplus waters above the amount necessary to fill the pipelines according to users rights or decree, become subject to the supervision and regulation of the Fox Creek Canal Company, to be diverted to lands already claiming water rights, either by decree of company stock. Other or new lands may acquire and use said waters only by permits or licenses issued by the Bureau of Reclamation of the State of Idaho.

Dated this 12 day of October, 1966.

THE FOX CREEK CANAL COMPANY

Augustine C. Shuman

W. J. May

W. J. May

E. Hal Gasman

SUPPLEMENT TO AGREEMENT

WHEREAS, on the 3rd day of April, 1963 an operative agreement was entered into between the Rock Road Sprinkler Irrigation, Corporation, and the Fox Creek Canal Company, and

WHEREAS, the Rock Road Sprinkler Irrigation, Corp., has been amended to include additional lands and share holders, and

WHEREAS, the said corporation as amended will require a change in the point of diversion from the Company Canal, to the Pipeline, from the present location to a new location, which is described as a point near the Southwest Corner of Lot 2, Section 29, Township 4, North, Range 46, E. R. M., and

NOW THEREFORE, in consideration of the foregoing, permission and authorization are hereby granted for the necessary changing of points of diversion in keeping with the purposes of the Pipeline Irrigation system, and it is hereby mutually agreed between the Fox Creek Canal Company, and the Rock Road Sprinkler Irrigation Corporation, as amended, that that certain agreement herein above referred to, is made fully applicable, binding and in full force and effect, and, any further amendments or additions to the said Rock Road Sprinkler Irrigation Corporation, as amended, shall be held and bound by the same agreement.

Dated this 12 day of October, 1966

ROCK ROAD SPRINKLER CORPORATION
AS AMENDED

Boyd Moulton
Boyd Moulton, President

H. Stanley Nelson
H. Stanley Nelson, Sec.

FOX CREEK CANAL COMPANY

Dwight C. Stone
Dwight C. Stone, President

Alma Stone
Alma Stone, Sec.

ARTICLE TWELVE OF THE BY-LAWS OF THE BOX CREEK CANAL COMPANY IS
HEREBY AMENDED TO READ AS FOLLOWS:

At the regular annual meeting of the stockholders, in 1966, five
directors shall be elected by ballot, two for a term of one year and
three for a term of two years, respectively. Thereafter, successors in
office shall be elected annually, at the regular annual meeting. Each
person so elected shall serve for a term of two years, and until such time
as their successors in office are duly elected and qualify, by oath.

Dated this 7 day of April, 1966.

Marie G. Kunz
E. Hal Rasmussen
Rimer Stone

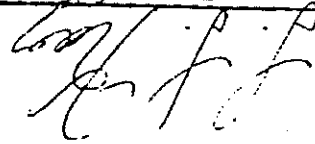
AMENDMENT NO. TWO

ARTICLE FIFTEEN OF THE BY-LAWS OF THE FOX CREEK CANAL COMPANY IS
HEREBY AMENDED TO READ AS FOLLOWS:

An eight percent interest will be added to water assessments after
they have become due and collectible. (after 15th July)

Dated this 13 day of April 1970

President



Secretary



