

File No. 34812

Articles of Incorporation)
)
)
)
Desert Irrigation & Supply Co.)

THE STATE OF NEVADA

DEPARTMENT OF STATE

I, JOHN KOONTZ, the duly elected, qualified and acting Secretary of State of the State of Nevada, do hereby
certify that the annexed is a true, full and correct transcript of the original Articles of Incorporation of
DESERT IRRIGATION & SUPPLY CO.

as the same appears on file and of record in this office.

(Great Seal of the State of Nevada)

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office in Carson City, Nevada, this 1st day of July A.D. 1960.

John Koontz

Secretary of State.

ARTICLES OF INCORPORATION
OF
DESERT IRRIGATION & SUPPLY CO.

Principal Place of Business: Eureka, Eureka County, Nevada
Commencement of Business: June 1, 1960
Authorized Capital Stock: \$100,000.00 -- 1,000 shares
Officers:
 President J. Gilmore Love
 Vice President Kenneth E. Griffith
 Secretary-Treasurer LeRoy W. Thom

ARTICLES OF INCORPORATION
OF
DESERT IRRIGATION & SUPPLY CO.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, have voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Nevada relating to general corporations,

And we do hereby certify:

FIRST: The name of the corporation is "DESERT IRRIGATION & SUPPLY CO."

SECOND: That the principal office of this corporation shall be located on main street, one block south of the post office, in the City of Eureka, County of Eureka, State of Nevada, but the corporation may maintain an office in such towns, cities, and places outside the State of Nevada as the Board of Directors may from time to time determine, or as may be designated by the By-Laws of said corporation.

THIRD: The nature of the business, or objects, or purposes, proposed to be transacted, promoted, or carried on by this corporation are as follows:

- (a) The purchase and sale of irrigation equipment, together with all other kinds of merchandise and personal property.
- (b) The construction of irrigation wells and irrigation systems.
- (c) To buy, sell, trade, manufacture, deal in goods, wares and merchandise of every kind and nature; to sell personal property in any part of the world.
- (d) To acquire franchises as may be necessary or expedient in connection with the operation of said business.
- (e) To manufacture, purchase or acquire, in any lawful manner, and to hold, own, mortgage, pledge, sell, transfer, or in any manner dispose of, and to deal in and trade in goods, wares, merchandise and property of any and every class and description and in any part of the world.
- (f) To acquire the good will, rights, and property, and to undertake the whole or any part of the assets or liabilities of any person, firm, association, or corporation; to pay for the same in cash, the stock of this company, bonds, or otherwise; to hold or in any manner to dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of any business so acquired, and to exercise all the powers necessary to, convenient in and about the conduct and management of such business.
- (g) To apply for, purchase, or in any manner to acquire, and to hold, own, use, and operate, and to sell or in any manner dispose of, and to grant license or other rights in respect of, and in any manner deal with, any and all rights, inventions, improvements, and processes used in connection with or secured under letters patent or copyrights of the United States or other countries, or otherwise, and to work, operate, or develop

the name and to carry on any business, manufacturing, or otherwise, which may directly or indirectly effectuate these objects or any of them.

(h) to guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of the shares of the capital stock of, or any bonds, securities, or evidences of indebtedness created by this or any other corporation or corporations of this state or any other state, country, nation, or government, and while owner of said stock, to exercise all the rights, powers, and privileges of ownership, including the right to vote thereon, to the same extent as natural persons might or could do.

(i) To purchase and sell real estate; to develop and improve real estate of all kinds.

(j) To enter into, make, and perform contracts of every kind with any person, firm, association, or corporation, municipality, body politic, county, territory, state, government, or colony or dependency thereof, and without limit as to amount to draw, make, accept, indorse, discount, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures, and other negotiable or transferable instruments and evidences of indebtedness whether secured by mortgage or otherwise, so far as may be permitted by the laws of the State of Nevada.

(k) To borrow money for its corporate purposes and to make, accept, endorse, execute and issue promissory notes, bills of exchange, bonds or other obligations, from time to time, for the purchase of property or for any purpose in or about the business of the company, and if deemed proper, to secure the payment of any such obligations by mortgage, pledge or otherwise.

(l) to carry on business at any place within the United States and to purchase, hold, mortgage, convey, lease or otherwise dispose of, and deal with real and personal property at any such place or places.

(m) To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes, the attainment of any of the objects, or the furtherance of any of the powers hereinbefore set forth, either alone or in connection with other corporations, firms, or individuals, either as principals or agents, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of, or connected with the aforesaid objects, purposes or powers, or any of them.

(n) To finance the purchase, improvement, development and construction of land and buildings belonging to or to be acquired by this company or any other person, firm or corporation.

(o) The foregoing enumeration of specific powers shall not be deemed to limit or restrict in any manner the general powers of the corporation, the enjoyment and exercise thereof, and conferred by the laws of the State of Nevada upon corporations organized under the provisions of the Stock Corporation Law.

FOURTH: The authorized capital stock of this corporation shall be \$100,000.00 divided into 1,000 shares of the par value of \$100.00 each. All of said stock shall be common stock. Of said capital stock, at least \$15,600.00 shall be fully paid at the time of commencement of business. Such stock may be issued from time to time without action by the stockholders, for such consideration as may be fixed from time to time by the Board of Directors, and shares so issued, the full consideration for which has been paid or delivered, shall be deemed full paid stock, and the holder of such shares shall not be liable for any further payment thereon.

FIFTH: That the amount of capital with which this corporation will begin business is Fifteen Thousand Six Hundred and no/100 Dollars (\$15,600.00).

SIXTH: The members of the governing board of this corporation shall be styled Directors and their number shall be not less than three (3) nor more than five (5).

The names and post office addresses of the first Board of Directors are:

LeRoy W. Thom	2005 North Elm	Hastings, Nebraska;
J. Gilmore Love		Ravenna, Nebraska;
Kenneth E. Griffith		Eureka, Nevada

SEVENTH: The capital stock of this corporation, after the amount of the subscription price or par value has been paid in, shall not be subject to assessment to pay debts of the corporation, and no paid-up stock and no stock issued as fully paid shall ever be assessable or assessed.

EIGHTH: The name, post office address, and residence of each of the original subscribers to the capital stock of this company and the amount subscribed by each is as follows:

LeRoy W. Thom	2005 North Elm	52 shares	\$5,200.00
	Hastings, Nebraska		

J. Gilmore Love	Ravenna, Nebraska	52 shares	\$5,200.00
Kenneth E. Griffith	Eureka, Nevada	52 shares	\$5,200.00
Total stock subscribed:		156 shares	\$15,600.00

NINTH: The period of existence of this corporation shall be perpetual, unless sooner dissolved by a vote representing two-thirds (2/3) of the subscribed and paid-up capital stock, or in some other manner as provided by law. The time of commencement of this corporation shall be June 1, 1960.

TENTH: The officers of said corporation shall be President, Vice President, Secretary and Treasurer, who shall be chosen by the Board of Directors, and who shall hold their offices for a period of one (1) year and until their successors shall be elected and qualified. Any two of these offices may be held by one and the same person, except the offices of President and Vice President. The Board of Directors may appoint such other officers and agents and employ such employees as it may deem proper to conduct and carry on the business of the corporation. The duties of the officers shall be defined in the By-Laws. The officers shall be chosen by the Directors at the first meeting after the annual meeting of the stockholders to be held each year. The Board of Directors shall have the power to fill any vacancy in any office in this corporation. Vacancy in the Board of Directors may be filled by the remaining Directors, and the officers or Director so chosen shall serve until the next annual meeting, or until his successor shall be regularly elected and qualified.

Until the officers of said corporation are elected and qualified as above provided, the following named persons shall constitute the officers of said corporation:

J. Gilmore Love	President
Kenneth E. Griffith	Vice President
LeRoy W. Thom	Secretary-Treasurer.

ELEVENTH: The fiscal year of the corporation shall be as provided in the By-Laws.

TWELFTH: A regular annual meeting of the stockholders of said corporation shall be held on the date as provided in the By-Laws.

Special meetings of the stockholders may be called by one or more members of the Board of Directors or by the President on giving written notice at least ten (10) days in advance of the time fixed for holding such special meeting, and the manner of holding such meetings of the stockholders and the method of conducting the business of the corporation shall be as provided by the By-Laws.

THIRTEENTH: These Articles of Incorporation may be amended at any regular meeting of the stockholders, or at any special meeting of the stockholders called for this purpose by a majority vote of all the stock then issued, in favor of the amendment.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals this 10th day of June, 1960, at Hastings, Nebraska, the name and residence of each incorporator being as hereinafter set out.

J. Gilmore Love
Address: Ravenna, Nebraska

LeRoy W. Thom
Address: 2005 N. Elm
Hastings, Nebr.

Kenneth E. Griffith
Address: Eureka, Nevada

In the presence of:
Lawrence Dunmire

STATE OF NEBRASKA)
) ss:
COUNTY OF ADAMS)

On this 10th day of June, 1960, before me, the undersigned, a Notary Public, duly commissioned, qualified for and residing in said county, personally appeared J. Gilmore Love, LeRoy W. Thom, and Kenneth E. Griffith, to me known to be the identical persons described in and who executed the within and foregoing Articles of Incorporation, and severally acknowledged the same to be their voluntarily act and deed for the uses and

purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my signature and Notarial Seal in said County and State the day and year last above written.

(Notarial Seal)

Lawrence Dunmire
Notary Public

My Commission Expires: April 9, 1965.

Recorded at the request of Dunmire & Blessing July 13, A.D., 1960 At 50 minutes past 11 A. M.

Willis A. DePaoli - Recorder.