

**ARTICLES OF AMENDMENT  
TO THE ARTICLES OF INCORPORATION OF  
LEHI IRRIGATION COMPANY**

Pursuant to UCA 16-6a part 10, the undersigned non-profit corporation hereby adopts the following Article of Amendment to its Articles of Incorporation:

**FIRST:** The name of the corporation is,  
LEHI IRRIGATION COMPANY

**SECOND:** The following amendment of the Articles of Incorporation was adopted by the shareholders at a special meeting of the corporation held on May 9, 2016 in the manner prescribed by the Utah Non-Profit Corporation.

Article IV of the Articles of Incorporation is amended to read as follows:

**ARTICLE IV  
AUTHORIZED SHARES**

The record owners of stock of the Corporation shall be members of the Corporation. The holder of a share of stock of the Corporation shall become a member of the Corporation only upon completion of the recordation of the share of stock in the name of such holder upon the records of the Corporation. Membership in the Corporation shall be evidenced by the issuance of shares of stock, as hereinafter provided. The limit of the capital stock of the Corporation shall be eight-thousand (8,000) shares of stock to be known as common stock.

The Corporation shall have two classes of stock: (1) Bench shares of stock and (2) Lehi Field shares of stock. Bench shares of stock will be issued to shareholders who use their allocation of water under said shares in the Bench Area, depicted in the map marked Exhibit A in Corporation's bylaws. Lehi Field shares will be issued to shareholders who use their allocation of water under said shares in the Lehi Area, depicted in the map marked Exhibit A in the Corporation's bylaws. Shareholders may only use their water allocation under Bench shares of stock in the Bench Area and their water allocation under Lehi Field shares of stock in the Lehi Area. A shareholder may convert their Lehi Field shares of stock to be used in the Bench Area, or their Bench Area shares of stock to be used in the Lehi Field Area, by surrendering said stock to the Corporation and the Corporation issuing the shareholder new stock for the new place of use. The Corporation may not issue more than two-thousand two hundred Bench shares of stock.

Each share of stock shall have an equal right to all water sources of the Corporation, but the directors, at their sole discretion, shall determine and manage the distribution of water to the members. Each share of stock represents the amount of water necessary to irrigate one acre of land as determined by the Utah State Engineer to be the irrigation duty. In any event, the volume of annual water allocated to each share of stock is limited by the supply of water available each year to the Corporation.

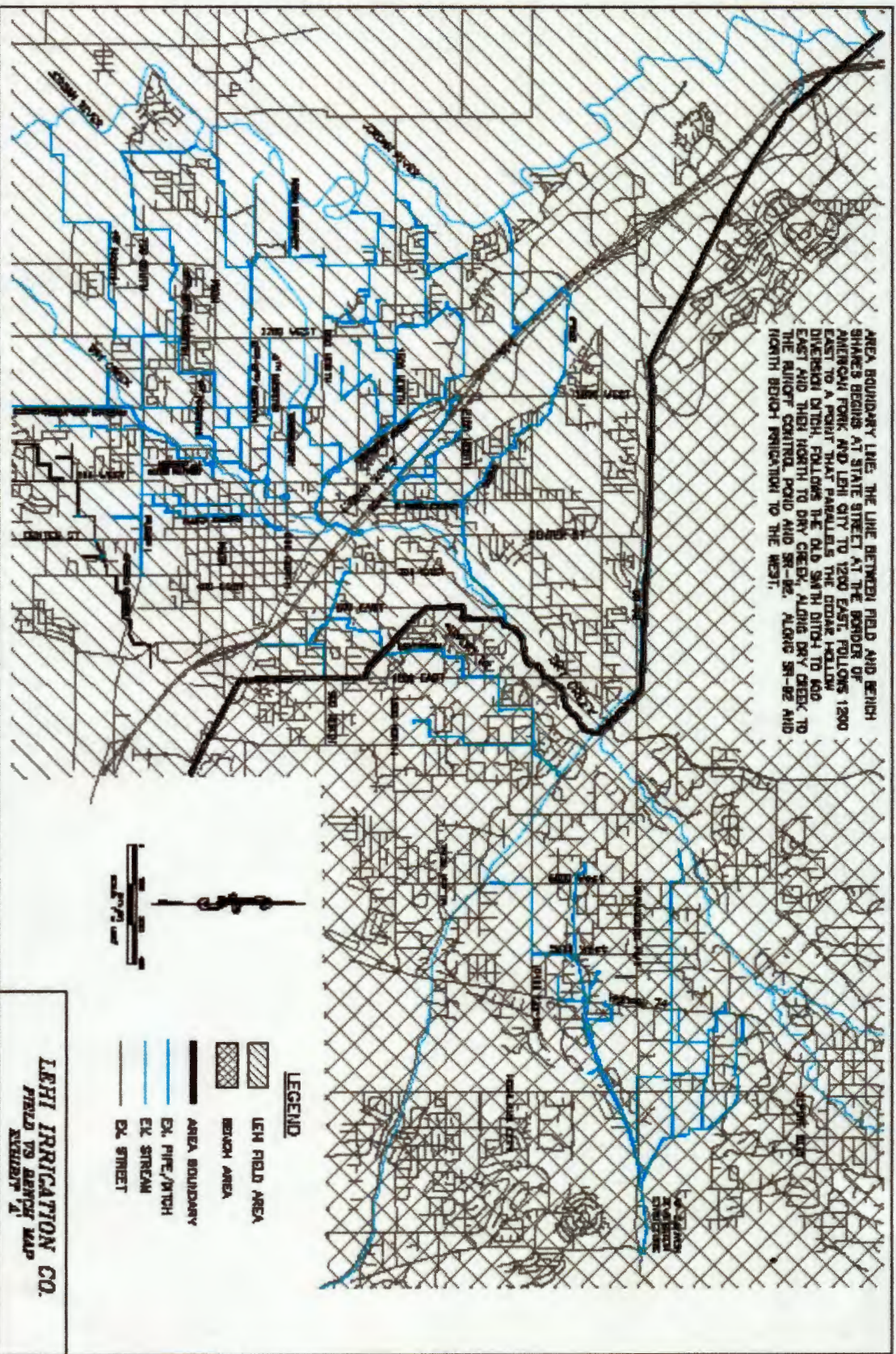
The Corporation may issue fractional shares as approved by the directors only in those instances where shares being transferred are already fractional shares. The Corporation shall issue whole shares only in those instances where whole shares are transferred from one party to another.

The Corporation's stock shall be assessable in such amounts, at such times, in such manner, and for such purposes as the board of directors from time to time shall determine to meet the Corporation's obligations.

**Exhibit A  
Lehi Area and Bench Area Map on next page**



AREA BOUNDARY LINE. THE LINE BETWEEN FIELD AND BENCH SHARPS BEGINS AT STATE STREET AT THE BORDER OF FAIRBANK FORK AND LEHI CITY TO 2000 EAST, FOLLOWS 1200 EAST TO A POINT THAT PARALLELS THE BENCH, FOLLOWS DOWNWARD DITCH, FOLLOWS THE OLD SMITH DITCH TO ROAD EAST AND THEN NORTH TO DRY CREEK, ALONG DRY CREEK TO THE ALBERT CONTROL POLE AND SR-82, ALONG SR-82 AND NORTH BENCH PENICILLATION TO THE WEST.



- LEGEND**
-  LEHI FIELD AREA
  -  BENCH AREA
  -  AREA BOUNDARY
  -  Dk. PIPE/DITCH
  -  Lk. STREAM
  -  Dk. STREET

**LEHI IRRIGATION CO.**  
**FIELD TO BENCH MAP**  
**EXHIBIT A**



**THIRD:** The number of shares of the corporation outstanding at the time of such adoption was 6,903.96;  
And the number of share entitled to vote thereon was 6,903.96

**FOURTH:** The number of shares voting for such amendment was 3857.24; and the number of shares voting against such amendment was 0.

Dated this 9th day of May, 2016

STATE of UTAH  
County of Utah

LEE BARNES, being first duly sworn, deposes and says: That he is the President of Lehi Irrigation Company; and declares that this Amendment of Articles of Incorporation has been examined by me and is, to the best of my knowledge and belief, true, correct and complete.

Lee Barnes  
Lee Barnes-President

Subscribed and sworn to before me this 10 day of May, 2016

Cynthia Stone  
Notary Public

My Commission expires: 3-1-2020

