

ARTICLES OF INCORPORATION

OF

SENIOR CANYON MUTUAL WATER COMPANY

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, a majority of whom are citizens and residents of the State of California, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of California and,

WE HEREBY CERTIFY:

FIRST

That the name of said corporation shall be SENIOR CANYON Mutual Water Company.

SECOND

That the purposes for which said corporation is formed are:

1. To acquire by appropriation, purchase, lease, conveyance or otherwise, water, water rights and water bearing lands to hold, own, manage, develop, improve and control the same, and particularly to acquire all of the property and rights of the San Antonio Water Company, an unincorporated association of water users in the Ojai Valley in Ventura County, California.

2. To acquire, own, hold, manage, control and operate such personal and real property, easements and appurtenances as may be necessary or convenient to carry out the purposes and objects of this corporation.

3. To deliver and distribute water at cost to the stockholders of this corporation only for their exclusive use upon lands within the said Ojai Valley, owned by stockholders or in their lawful possession; but mere ownership of stock in this company and of land situated in the Ojai Valley shall not entitle a stockholder to any water unless he and his land shall be otherwise

eligible under these Articles of Incorporation, and according to the provisions of the By-Laws to be hereafter adopted.

4. This company is not authorized to engage in the business of selling, dealing in or distributing said or any water for profit or for compensation or as a public service corporation or as a public utility; and none of its water shall be for sale or rental. It is the intent and purpose that this corporation shall be mutual; all works and property shall be acquired, used, operated and maintained, and all of its business transacted at cost, for the benefit of its stockholders only, allowing for proper accumulation for for depreciation and replacement.

The company shall deliver said water fairly, impartially and equitable among and to its qualified stockholders desiring said water so long as they shall observe the rules and regulations designated in the By-Laws of the company and prescribed by the Board of Directors, for the use and delivery of said water, and said company is hereby authorized and empowered to prescribe by appropriate By-Laws all needful rules and regulations for the fair and equitable delivery of said water.

5. To borrow money and to give such security by mortgage, deed of trust or other encumbrance for the payment of the same as may be necessary or convenient in the management of the business of this corporation.

6. To purchase, subscribe for and otherwise acquire stocks, bonds and other evidences of indebtedness of other corporations and to dispose of same and while the holder thereof to exercise all the rights, powers and privileges of ownership including the right to vote thereon to the same extent that a natural person might or could do.

7. To purchase, lease and otherwise acquire and to hold, use and own, hypothecate and mortgage all such real and personal property as may be necessary or convenient for carrying out or conducting the business or purposes of this corporation.

8. To do any and all other acts and things similar or dissimilar, necessary or desirable or convenient or in connection with the acquiring, constructing, maintaining and operating the property of this corporation or carrying on all or any of the business thereof.

THIRD

That the place where the principal business of said corporation is to be transacted is at the City of Ojai, County of Ventura, State of California.

FOURTH

That the term for which said corporation is to exist is fifty(50) years from and after the date of its incorporation.

FIFTH

That the number of Directors of said company shall be Five and the names and residences of the Directors who are appointed to serve for the first year and until the election and qualification of their successors are as follows, to-wit:

<u>NAME</u>	<u>RESIDENCE</u>
Wm. C. Hendrickson	Ojai, California
Philip Pierpont	Ojai, California
J. Myrick, Jr.	Ojai, California
Dr. M. W. Hollingsworth	Ojai, California
H. W. Gorham	Ojai, California

SIXTH

That the amount of the capital stock of said corporation shall be One Hundred Thousand (\$100,000.00) Dollars, divided into one thousand (1,000)

shares of the par value of One Hundred (\$100.00) Dollars cash.

SEVENTH

That the amount of the capital stock of said corporation which has been actually subscribed is Five Hundred (\$500.00) Dollars and the names of the persons by whom the same have been subscribed and the amount subscribed by each is as follows:

<u>Name of Subscriber</u>	<u>Number of Shares</u>	<u>Amount</u>
Wm. C. Hendrickson	One	\$100.00
Philip Pierpont	One	\$100.00
J. Myrick, Jr.	One	\$100.00
Dr. M.W. Hollingsworth	One	\$100.00
H.W. Gorham	One	\$100.00

IN WITNESS WHEREOF we have hereunto set our hands and seals this

14<sup>th</sup> day of August, 1928

(Capital stock increased from \$100,000 to \$150,000)

**FILED**

CERTIFICATE OF AMENDMENT TO ARTICLES OF INCORPORATION OF SENIOR CANYON MUTUAL WATER COMPANY, A CORPORATION

In the office of the Secretary of State OF THE STATE OF CALIFORNIA

JUN 27 1930

----- oOo -----

FRANK C. JORDAN  
SECRETARY OF STATE

By *Henry Stagert* DEPUTY We, the undersigned, constituting the President and Secretary of Senior Canyon Mutual Water Company, a California corporation, do hereby certify:

That said Senior Canyon Mutual Water Company is a corporation duly organized and existing under and by virtue of the laws of the State of California; that Philip Pierpont is the President, and H.W. Gorham is the Secretary of said corporation; that said corporation has a board of directors of five members.

That said Senior Canyon Mutual Water Company, by a vote of its directors and stockholders, amended the Articles of Incorporation, by amending Article Sixth thereof, and that the amended document, hereunto annexed as "Exhibit A", entitled "First Amended Articles of Incorporation of Senior Canyon Mutual Water Company", is a full, true and correct copy of said Articles of Incorporation as thus amended.

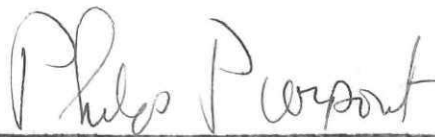
That the proceedings by virtue of which said Amended Articles of Incorporation were adopted were as follows: That a special meeting of the Board of Directors of said corporation was held on the 18th day of June, 1930, at the office of their principal place of business in the Ojai Valley in Ventura County, California; that all of the Directors consented in writing, filed with the Secretary, to the holding of such meeting for the purpose of adopting such amendment to the Articles of Incorporation, and five of the Directors were present at such meeting and voted in favor of the following Resolution:

1 'Sixth: That the amount of the capital stock of  
2 said corporation shall be One Hundred and Fifty Thousand  
3 (\$150,000.00) Dollars, divided into one thousand five  
4 hundred (1,500) shares of the par value of \$100.00 each.'".

5 That thereafter, on June 18, 1930, at 10:15 o'clock A.  
6 M. at the principal place of business of this corporation, at  
7 Ojai, Ventura County, California, a special meeting of stockhold-  
8 ers of said corporation was held pursuant to notice thereof duly  
9 and regularly given in accordance with the By-Laws of the corp-  
10 oration; that at such meeting of stockholders 878 shares of  
11 the capital stock of the total of 1,000 shares authorized, issued  
12 and outstanding, were present, and a resolution was unanimously  
13 adopted by the total vote of 878 shares approving said  
14 resolution of the Directors for an increase of capital stock, and  
15 the resolution adopted by such stockholders, contains a copy of  
16 said resolution of the Directors, and expresses the stockholders'  
17 approval of said resolution.

18 That at the time of said meeting of stockholder, the  
19 total issued and outstanding shares of the capital stock of said  
20 corporation then was and now is 1,000 shares.

21 IN WITNESS WHEREOF, we have hereunto set our hands and  
22 affixed the corporate seal of said corporation this 24th day  
23 of June, 1930.

24 

25 Philip P. Weyant  
26 President of Senior Canyon Mutual Wa-  
27 ter Company, a corporation

28 

29 H. H. Johnson  
30 Secretary of Senior Canyon Mutual Wa-  
31 ter Company, a corporation.

32

1 STATE OF CALIFORNIA }  
2 County of Ventura } SS

3 On this 24<sup>th</sup> day of June, 1930, before me, the  
4 undersigned, a Notary Public in and for said County and State,  
5 residing therein, duly commissioned and sworn, personally appear-  
6 ed PHILIP PIERPONT, known to me to be the President, and  
7 H. W. GORHAM, known to me to be the Secretary of Senior  
8 Canyon Mutual Water Company, a corporation, and the persons whose  
9 names are subscribed to the above and foregoing Certificate, and  
10 severally acknowledged to me that they executed the same as such  
11 President and Secretary of said corporation respectively, and  
12 caused to be affixed thereto the corporate seal of said corpora-  
13 tion.

14 WITNESS my hand and official seal the day and year in  
15 this Certificate first above writ-  
16 en.

17 Agnus H. Beckell  
18 Notary Public in and for said County  
and State

19 STATE OF CALIFORNIA }  
20 County of Ventura } SS

21 PHILIP PIERPONT and H. W. GORHAM, being  
22 duly sworn, depose and say: That they are the President and  
23 Secretary respectively of Senior Canyon Mutual Water Company, a  
24 corporation; that they have read the foregoing Certificate of  
25 Amendment to Articles of Incorporation and know the contents  
26 thereof and that the same is true of their own knowledge except  
27 as to the matters therein stated on information or belief and as  
28 to those matters that they believe it to be true.

29 Subscribed and sworn to before  
30 me this 24<sup>th</sup> day of June,  
31 1930.

Philip Pierpont  
H. W. Gorham

31 Agnus H. Beckell  
32 Notary Public in and for said County  
and State

"Exhibit A"  
FIRST AMENDED ARTICLES OF INCORPORATION  
OF  
SENIOR CANYON MUTUAL WATER COMPANY

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, a majority of whom are citizens and residents of the State of California, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of California, and,

WE HEREBY CERTIFY :

FIRST

That the name of said corporation shall be SENIOR CANYON MUTUAL WATER COMPANY.

SECOND

That the purposes for which said corporation is formed are:

1. To acquire by appropriation, purchase, lease, conveyance or otherwise, water, water rights, and water bearing lands and to hold, own, manage, develop, improve and control the same, and particularly to acquire all of the property and rights of the San Antonio Water Company, an unincorporated association of water users in the Ojai Valley in Ventura County, California.

2. To acquire, own, hold, manage, control and operate such personal and real property, easements and appurtenances as may be necessary or convenient to carry out the purposes and object of this corporation.

3. To deliver and distribute water at cost to the stockholders of this corporation only for their exclusive use upon lands within the said Ojai Valley, owned by stockholders or in their lawful possession; but mere ownership of stock in this company and of land situated in the Ojai Valley shall not entitle a stockholder to any water unless he and his land shall be

1 otherwise eligible under these Articles of Incorporation, and  
2 according to the provisions of the By-Laws to be hereafter adopt-  
3 ed.

4 4. This company is not authorized to engage in the  
5 business of selling, dealing in or distributing said or any water  
6 for profit or for compensation or as a public service corporation  
7 or as a public utility; and none of its water shall be for sale  
8 or rental. It is the intent and purpose that this corporation  
9 shall be mutual; all works and property shall be acquired, used,  
10 operated and maintained, and all of its business transacted at  
11 cost, for the benefit of its stockholders only, allowing for  
12 proper accumulation for depreciation and replacement.

13 The company shall deliver said water fairly, impartially  
14 and equitably among and to its qualified stockholders desiring  
15 said water so long as they shall observe the rules and regulations  
16 designated in the By-Laws of the company and prescribed by the  
17 Board of Directors, for the use and delivery of said water, and  
18 said company is hereby authorized and empowered to prescribe by  
19 appropriate By-Laws all needful rules and regulations for the fair  
20 and equitable delivery of said water.

21 5. To borrow money and to give such security by mort-  
22 gage, deed of trust or other encumbrance for the payment of the  
23 same as may be necessary or convenient in the management of the  
24 business of this corporation.

25 6. To purchase, subscribe for and otherwise acquire  
26 stocks, bonds and other evidences of indebtedness of other corp-  
27 orations and to dispose of the same and while the holder thereof  
28 to exercise all the rights, powers and privileges of ownership in-  
29 cluding the right to vote thereon to the same extent that a  
30 natural person might or could do.

31 7. To purchase, lease and otherwise acquire and to  
32 hold, use and own, hypothecate and mortgage all such real and

1 personal property as may be necessary or convenient for carrying  
2 out or conducting the business or purposes of this corporation.

3 8. To do any and all other acts and things similar or  
4 dissimilar, necessary or desirable or convenient or in connection  
5 with the acquiring, constructing, maintaining and operating the  
6 property of this corporation or carrying on all or any of the  
7 business thereof.

8 THIRD

9 That the place where the principal business of said  
10 corporation is to be transacted is at the City of Ojai, County of  
11 Ventura, State of California.

12 FOURTH

13 That the term for which said corporation is to exist is  
14 fifty (50) years from and after the date of its incorporation.

15 FIFTH:

16 That the number of directors of said company shall be  
17 five and the names and residences of the directors who are  
18 appointed to serve for the first year and until the election and  
19 qualification of their successors are as follows, to-wit:

20 <u>NAME</u>	<u>RESIDENCE</u>
21 Wm. C. Hendrickson	Ojai, California
22 Philip Pierpont	Ojai, California
J. Myrick, Jr.	Ojai, California
23 Dr. M.W. Hollingsworth	Ojai, California
H. W. Gorham	Ojai, California

24 SIXTH

25 That the amount of the capital stock of said corporation  
26 shall be One Hundred and Fifty Thousand (\$150,000.00) Dollars,  
27 divided into one thousand five hundred (1,500) shares of the par  
28 value of \$100.00 each.

29 SEVENTH

30 That the amount of the capital stock of said corpora-  
31 tion which has been actually subscribed is Five Hundred (\$500.00)  
32

1 Dollars and the names of the persons by whom the same have been  
2 subscribed and the amount subscribed by each is as follows:

<u>Name of Subscriber</u>	<u>Number of Shares</u>	<u>Amount</u>
Wm. C. Hendrickson	One	\$ 100.00
Philip Pierpont	One	100.00
J. Myrick, Jr.	One	100.00
Dr. M.W. Hollingsworth	One	100.00
H. W. Gorham	One	100.00

7  
8 IN WITNESS WHEREOF, we have hereunto set our hands and  
9 seals this 14th day of August, 1928.

10  
11 Wm. C. Hendrickson (Seal)  
12 Philip Pierpont (Seal)  
13 Dr. M.W. Hollingsworth (Seal)  
14 J. Myrick, Jr. (Seal)  
15 H. W. Gorham (Seal)

16 STATE OF CALIFORNIA )  
17 County of Ventura ) SS

18 On this 14th day of August, in the year nineteen  
19 hundred and twenty-eighth, A.D., before me, Harold F. Orr,  
20 a Notary Public in and for said County of Ventura, State of  
21 California residing therein, duly commissioned and sworn, per-  
22 sonally appeared WM. C. HENDRICKSON, PHILIP PIERPONT, J. MYRICK,  
23 JR., DR. M.W. HOLLINGSWORTH, H.W. GORHAM, known to me to be the  
24 persons whose names are subscribed to the within instrument,  
25 and acknowledged to me that they executed the same.

26 IN WITNESS WHEREOF, I have hereunto set my hand and  
27 official seal in said County the day and  
28 year in this certificate first above  
written.

(SEAL)

29 Harold F. Orr  
30 Notary Public in and for said County and  
31 State aforesaid  
32

CERTIFICATE OF AMENDMENT TO  
ARTICLES OF INCORPORATION  
OF  
SENIOR CANYON MUTUAL WATER  
COMPANY, A CORPORATION

POSTED



Sheridan, Orr, Drapeau & Gardner  
Attorneys-at-Law  
FIRST NATIONAL BANK BUILDING  
Ventura, California



FILED

ENDORSED  
FILED

In the office of the Secretary of State  
of the State of California

APR 21 1975

MARCH FONG EU, Secretary of State

By JAMES E. HARRIS  
Deputy

APR 25 1975

CERTIFICATE OF AMENDMENT OF  
ARTICLES OF INCORPORATION  
OF

SENIOR CANYON MUTUAL WATER COMPANY

ROBERT L. HAMM, County Clerk  
By [Signature]  
Deputy County Clerk

Samuel K. Eaton and John Jacobs certify:

1. That they are the president and the secretary, respectively, of Senior Canyon Mutual Water Company, a California, corporation.

2. That at a meeting of the board of directors of said corporation duly held at the company's office in Ojai, in Ventura County, California, on April 9, 1975, the following resolution was adopted by more than a two-thirds majority of the members of said board:

RESOLVED: that paragraph number FOURTH of the company's Articles of Incorporation which now reads:

"That the term for which said corporation is to exist is fifty (50) years from and after the date of its incorporation."

be amended to read:

"This corporation shall have perpetual existence."

[Signature]  
SAMUEL K. EATON, President

[Signature]  
JOHN JACOBS, Secretary

Each of the undersigned declares under penalty of perjury that the matters set forth in the foregoing certificate are true and correct of his own knowledge and that he has executed this declaration at Ojai, California, on April 9, 1975.

[Signature]  
SAMUEL K. EATON

[Signature]  
JOHN JACOBS

JUL 16 2012

**CERTIFICATE OF AMENDMENT OF  
 ARTICLES OF INCORPORATION**

**SENIOR CANYON MUTUAL WATER COMPANY**

The undersigned certify that:

1. They are the President of the Board and Secretary, respectively, of Senior Canyon Mutual Water Company, a California corporation.

2. Article FIFTH of the Articles of Incorporation of this Corporation is amended to read as follows:

The number of Directors of said company shall be seven (7) and the names and residences of the Directors who are appointed to serve for the first year and until the election and qualification of their successors are as follows, to-wit:


<u>Name</u>	<u>Residence</u>
Wm. C. Hendrickson	Ojai, California
Philip Pierpont	Ojai, California
J. Myrick, Jr.	Ojai, California
Dr. M. W. Hollingsworth	Ojai, California
H. N. Gorham	Ojai, California

3. The foregoing amendment of Articles of Incorporation has been duly approved by the required vote the Board of Directors.

4. The foregoing amendment of Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902, California corporations code. The total number of outstanding shares of the Corporation is 1,125. The number of shares of voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50% .

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Dated: March 16, 2012

  
 William Blackburn, President of the Board

  
 Al West, Secretary