

**C0413548****RESTATED AND AMENDED  
ARTICLES OF INCORPORATION  
OF****LAKE FRANCIS MUTUAL WATER COMPANY, INC.**

**A.** The undersigned certify that they are the president and the secretary, respectively, of LAKE FRANCIS MUTUAL WATER COMPANY, INC., a California nonprofit mutual benefit corporation.

**B.** The Articles of Incorporation of this corporation are restated and amended to read as follows:

1. The name of this corporation is LAKE FRANCIS MUTUAL WATER COMPANY, INC.

2. This corporation is a nonprofit mutual benefit corporation organized under the Nonprofit Mutual Benefit Corporation Law. The purpose of this corporation is to engage in any lawful act or activity, other than credit union business, for which a corporation may be organized under such law. The only lawful act or activity, for which this corporation is formed, is to develop, distribute, supply, or deliver water for irrigation or domestic use, or both, to its members at actual cost, plus necessary expenses.

3. Notwithstanding any of the above statements of purposes and powers, this corporation must not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the specific purpose of this corporation.

4. The memberships in the corporation shall be appurtenant to the land described in the certificate issued therefore. Regardless of the description in the certificate issued to each membership in the corporation and all other references to memberships in the corporation's governing documents, each membership shall represent a membership in the corporation as a nonprofit mutual benefit corporation

5. Any amendments to these restated articles of incorporation require approval by the affirmative vote or written consent of a majority of members of the corporation and a majority of the board of directors.

**C.** The foregoing restated articles of incorporation has been approved by the board of directors.

**D.** The foregoing restated 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 fifty-eight (58). The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

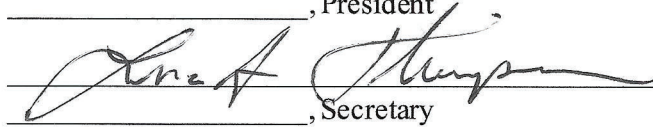
**E.** As provided in Section 911, California Corporations Code, the issued shares of the corporation shall be converted to memberships in the corporation. Because the corporation is a mutual water company within the meaning of Section 2705 of the California Public Utilities Code, the change in the corporation's status to a nonprofit mutual benefit corporation was properly approved by the outstanding shares (Section 152, California Corporations Code) of the corporation, as required by Section 911, subdivision (f), California Corporations Code.

F. 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.

DATE: 06/11, 2021



\_\_\_\_\_, President



\_\_\_\_\_, Secretary