

**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 or shareholders, 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 principal office for the transaction of business of this corporation shall be located in the County of Yuba, State of California, with a mailing address, as of the date these articles were approved, at P.O. Box 422, Dobbins, California 95935. The name and street address of the corporation's agent for service of process, as of the date these articles were approved, is Anna Romano at 13838 Ingersoll Drive, Dobbins, California 95935.

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

6. Any outstanding shares issued prior to the date these Articles are approved shall also be considered memberships in the corporation at a ratio of one share being equivalent to one membership.

7. 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 approved by the members.

E. 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: _____, 2021

President

Secretary