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SECRETARY OF STATE  
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**NONPROFIT**

**ARTICLES OF AMENDMENT  
OF  
REDLANDS WATER AND POWER COMPANY**

Redlands Water and Power Company, a Colorado nonprofit corporation, having its principal office at 197 Power Road, Grand Junction, Colorado 81503 (Corporation), hereby certifies to the Secretary of State that:

**FIRST:** The name of the corporation is: Redlands Water and Power Company *NCG*

**SECOND:** The Articles of Incorporation of the Company are hereby amended by striking Article VI, Section 4(b), and by substituting in lieu thereof the following:

Manner of Assessment. Assessments shall be levied on all shares of stock of the Corporation in an equal amount, on a pro rata basis, regardless of class.

**THIRD:** The amendment was recommended to the stockholders by resolution of the Board of Directors, which was adopted at a regular meeting of the Board of Directors held on December 14, 1994.

**FOURTH:** The amendment was adopted by the stockholders of the Corporation in the manner prescribed by the Colorado Nonprofit Corporation Act at the annual meeting held January 10, 1995, at which a quorum of members was present, and the amendment received at least two-thirds of the votes which stockholders present at such meeting or represented by proxy were entitled to cast.

IN WITNESS WHEREOF, Redlands Water and Power Company have caused these Articles of Amendment to be signed in its name and on its behalf by its President and its corporate seal to be hereunder affixed and attested to by its Secretary on this 12<sup>th</sup> day of January, 1995, and its President acknowledges that these Articles of Amendment are the act and deed of Redlands Water and Power Company and, under penalties of perjury, that the matters and facts set forth herein with respect to authorization and approval are true in all material respects to the best of the President's knowledge, information and belief.

REDLANDS WATER AND POWER COMPANY

COMPUTER UPDATE COMPLETE  
By JM

\_\_\_\_\_  
Earl Fisk, President

Attest:

\_\_\_\_\_  
Edward Carpenter, Secretary

**COMP. CH'D. RA**

ORIGINAL SIGNATURES ON FILE