

6368925

CERTIFICATION AND ACKNOWLEDGMENT

STATE OF UTAH)
 : ss
County of Salt Lake)

Comes now Woodrow S. Mickelson, who being first duly sworn upon oath deposes and says: That he is the duly qualified Secretary of the DRAPER IRRIGATION COMPANY, a corporation organized under the laws of the State of Utah; that on the 13th day of February, 1990, a meeting of the STOCKHOLDERS of the aforesaid corporation was held at Draper, Utah, Utah, which meeting was held in the manner required by law and after due notice had been given to the aforesaid STOCKHOLDERS in the manner prescribed by law; that at such meeting 70% percent of the total shares of stock in this corporation were represented and that the following resolution was made, seconded and passed by 81% percent of the company stock represented at the meeting.

R E S O L U T I O N

IT IS HEREBY RESOLVED that Noel H. Enniss, President, and Woodrow S. Mickelson, Secretary, acting on behalf of the DRAPER IRRIGATION COMPANY are hereby authorized to enter into a contract with the State of Utah, acting through the Board of Water Resources, for the construction of a water conservation project consisting of a pump station, a treatment and storage facility, a mountain stream diversion structure and approximately 50 miles of PVC mainline and distribution piping, all located in Sections 12, 13, 14, & 15, T4S, R1W, Sections 4, 5, 6, & 7, T4S, R1E, and Sections 7, 17, 18, 19, 20, 21, 22, 23, 26, 27, 28, 29, 30, 31, 32, & 33, T3S, R1E, SLB&M.

FURTHER, that the total estimated cost of completing the project will be \$5,150,000, of which amount of the Board of Water Resources will pay 92 percent of the cost of construction but not to exceed \$4,745,000 and all additional costs to complete the project will be paid by the DRAPER IRRIGATION COMPANY, and

FURTHER, that this corporation shall assign to the Board of Water Resources its properties, easements, and water rights, appurtenant to said project on condition that the same be reconveyed to this corporation upon the payment of the purchase price thereof, such purchase price to be the combined total of all money paid by the Board of Water Resources for the construction of the project, but not to exceed \$4,745,000, plus all expense incurred by the Board of Water Resources for investigation, development and administration in its accomplishment of project, and

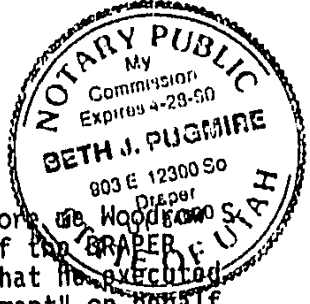
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FURTHER, that this corporation shall have full use of such properties and water rights during the life of this contract, provided this corporation is not delinquent in any of its obligations under the contract. We further authorize the Board of Directors of this corporation to assess all the outstanding corporate stock for any payments which may become delinquent under the terms of the aforesaid contract.

W. Mickelson
Secretary

STATE OF UTAH)
): ss
County of Salt Lake)

On this 8th day of March, 1990, appeared before me W. Mickelson who is personally known to me to be the Secretary of the WOODSON IRRIGATION COMPANY and who did acknowledge to me under oath that he executed the aforesaid document entitled "Certification and Acknowledgment" on behalf of said corporation.



Beth J. Pugmire
NOTARY PUBLIC

My Commission Expires: April 28, 1990

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05/29/96 3:07 PM**NO FEE**
NANCY WORKMAN
RECORDER, SALT LAKE COUNTY, UTAH
UTAH ST-WATER RESOURCES
REC BY: J MORGAN DEPUTY - WI

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