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Secretary of State
State of California
MAR 30 2020
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**RESTATED ARTICLES OF INCORPORATION OF
PINON PINES ESTATES MUTUAL WATER COMPANY**

The undersigned certify that:

- A. They are the President and the Secretary, respectively, of the **PINON PINES ESTATES MUTUAL WATER COMPANY**.
- B. The Articles of Incorporation of **PINON PINES ESTATES MUTUAL WATER COMPANY** are restated as follows:

FIRST: That the name of this corporation is:

PINON PINES ESTATES MUTUAL WATER COMPANY.

SECOND: The purposes for which this corporation is formed are the following:

(a) 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.

(b) The specific and primary purposes for which this corporation is formed are to develop, distribute, supply or deliver water for domestic, fire protection and irrigation uses, or any one of such uses, to its members at cost and to no one except its members, or to the State or any agency or department thereof, or to any school district, or to any other mutual water company at cost.

(c) The general purposes for which this corporation is formed are to acquire, own, lease or develop water, water rights, water bearing lands, channels and reservoirs; to construct, own, manage and operate wells, pumping plants, rights of way, channels, flumes and pipelines for the production and distribution of water for domestic, fire protection, municipal, agricultural and other uses and to acquire any property rights that may be advantageous for said purposes.

(d) This corporation shall have and exercise all powers, privileges and rights necessary or convenient for carrying out the purposes for which this corporation is formed and the Directors hereby claim for this corporation all benefits, privileges, rights and powers created, given, extended or conferred by the provisions of all applicable laws of the State of California applicable to nonprofit mutual benefit corporations and any additions and amendments thereto; provided, however, the corporation shall not engage in activities other than the delivery of water, and activities directly related thereto.

THIRD: The principal office of the corporation for transaction of the business of this corporation is to be located in the County of Kern, State of California.

FOURTH: The number of directors of this corporation shall be five (5).

FIFTH: That this corporation is hereby authorized to change the number of its directors from time to time in accordance with the laws of the State of California.

SIXTH: To the extent permitted under California law, the directors and members shall not be individually liable for the debts of this corporation.

SEVENTH: The members shall be limited to owners of real property or lots as set forth and defined by the By-Laws duly adopted in accordance with the laws of the State of California.

One membership certificate of this corporation shall be issued to the owner of each lot in the service area defined in this corporations By-Laws. To the extent any shares in this corporation were issued and are still outstanding at the time of the filing of these Amended Articles, said shares shall be converted into membership certificates of this corporation.

Membership shall be appurtenant to the above-described real property and shall not be transferable except with the conveyance of the real property for which said membership certificates are issued; and such conveyance shall affect the transfer of the membership appurtenant to that particular real property to its purchaser. A purchaser of any portion of the above-described real property under contract shall also be deemed to be an owner for the purpose of these Articles.

EIGHTH: Directors of the corporation are hereby granted the power and authority to levy and collect from time to time, as in their discretion they may deem advisable, assessments, water tolls, and charges upon all of the members of the corporation. Such assessments, water tolls or charges shall be made in the manner provided in the By-Laws. In the event of the non-payment of any assessment, this corporation may sell or forfeit the membership certificate against which the assessment, water toll, or charge was levied; discontinue water service; or place a lien on the real property served, as now or hereafter provided by the laws of the State of California.

NINTH: This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in a manner now or hereafter prescribed by law, and all rights and powers conferred herein on members, directors and officers are subject to this reserve power.

TENTH: That the term for which this corporation shall exist shall be for a perpetual period.

C. The foregoing amendment and restatement of the Articles of Incorporation has been duly approved by the Board of Directors.

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- D.** The foregoing amendment and restatement of the Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with section 902 of the California Corporations Code on June 1, 2019. The total number of outstanding shares is 292. The number of shares voting in favor of the amendment was 155 shares, with 8 opposed; this 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 to our knowledge.

Dated: November 30, 2019



, President of the Board

Dated: November 30, 2019



, Secretary of the Board

Company Seal: