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FILED

APR 07 2017

OREGON
SECRETARY OF STATE

ARTICLES OF INCORPORATION

Of

PMWAC, Inc.

Article 1.

The name of the Company Is PMWAC, Inc.

Article 2.

The Company Is formed under ORS Chapter 65 as a mutual benefit corporation.

Article 3.

The initial registered office of the Company is located at 7501 SW Findlay Road, Durham, OR 97224 and its agent Is Bruce R. Tabor.

Article 4.

The name and address of the Incorporator Is Bruce R. Tabor, 7501 SW Findlay Road, Durham, OR 97224.

Article 5.

The Company will have members whose rights and privileges will be set forth on the Company's Bylaws not inconsistent with Oregon law. Upon any liquidation and dissolution of the Company, any assets remaining after the payment of all liabilities and other obligations of the Company will be distributed to the members on a pro rata basis.

Article 6.

The purpose of the Company Is to own and operate a private water company to serve Its members.

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Article 7.

The Company shall have all the powers permitted an Oregon Corporation organized under ORS Chapter 65 but only if those powers do not exceed those permitted a company intending to comply with Section 501(c)(12) of the Internal Revenue Code of the United States.

Article 8.

No director or uncompensated officer of the Company or any member shall be liable for monetary damages for their conduct as a director or officer; provided, however, that this provision shall not eliminate or limit the liability of a director or officer for:

- A. Any breach of the director's or officer's duty of loyalty to the corporation or its members;**
- B. Acts or omissions not in good faith or which involve intentional misconduct or knowing violations of law;**
- C. Any unlawful distribution;**
- D. Any transaction from which the director or officer derived an improper personal benefit; and**
- E. Any act or omission in violation of ORS 65.361 to 65.367.**

The undersigned hereby executes these articles of Incorporation this 6th day of April, 2017.



Bruce R. Tabor, Incorporator