MAIL TO:  
COLORADO SECRETARY OF STATE  
CORPORATIONS OFFICE  
1560 Broadway, Suite 200  
Denver, Colorado 80202  
(303) 894-2200 - Ext 2

ARTICLES OF INCORPORATION  
OF A COLORADO NONPROFIT CORPORATION

The undersigned person(s) acting as incorporator(s) of a corporation under the Colorado Nonprofit Corporation Act, execute the following Articles of Incorporation for such corporation.

FIRST: The name of the nonprofit corporation is: Rocky Mountain Section of the American Water Works Association

SECOND: The address of the initial registered office of the corporation in Colorado is  
1600 W. 12th Avenue, Denver, Colorado 80254  
(Address must include Building number and suite number, Street [or rural route number], Town or City and Zip code.) and the name of its initial registered agent at such address is Lee Cesario

THIRD: The corporation (will/will not) will have members.

FOURTH: Provisions regarding the distribution of assets on dissolution are: See Attachment

FIFTH: The corporation shall have 3 directors who shall serve as the initial board of directors and the name and address of each director is:

<table>
<thead>
<tr>
<th>NAME OF DIRECTOR</th>
<th>ADDRESS (include zip code)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Lee Cesario</td>
<td>1600 W. 12th Avenue Denver, CO 80254</td>
</tr>
<tr>
<td>Tom Heinemann</td>
<td>6060 S. Willow Drive Englewood, CO 80111</td>
</tr>
<tr>
<td>Robert C. Renner</td>
<td>2627 Redwing Road Fort Collins, CO 80526</td>
</tr>
</tbody>
</table>

SIXTH: The name and address of each incorporator is:

<table>
<thead>
<tr>
<th>NAME OF INCORPORATOR</th>
<th>ADDRESS (include zip code)</th>
</tr>
</thead>
<tbody>
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</table>

The signature(s) of each incorporator: [Signature]

THIS DOCUMENT MUST BE TYPED/Written
MEETINGS

ARTICLE X. Section 1. The Section shall meet each year at a date which will not conflict with the annual meeting of the American Water Works Association and preferably cooperating rather than conflicting with meetings of other Sections.

The Section, at its annual meeting, shall decide on the time and place of the next meeting, or it may by vote at its annual meeting, delegate authority to the Governing Board to determine said date and place.

Section 2. Any member may, with the concurrence of the presiding officer, admit friends to the meetings of the Section, but such persons shall not take part in discussions without the consent of the presiding officer.

AMENDMENTS

ARTICLE XI. Section 1. Amendments to these Bylaws may originate in the Governing Board, or through it on petition of ten (10) Section members in good standing. All proposed amendments to these Bylaws shall be submitted in writing to the Section in annual session, or thirty (30) days prior to the annual session by a Section circulated publication, and the affirmative vote of two-thirds of members present at the annual session shall be necessary for adoption.

Section 2. Upon adoption of the amendment in the foregoing manner, the Chair of the Bylaws Committee shall submit the amended Bylaws to the Association’s Executive Director for approval by the Board of Directors. Upon notification by the Executive Director that the amendment has been so approved, it shall thereupon become effective.

DISSOLUTION

ARTICLE XII. Section 1. In case of dissolution of the Section, such portions of the funds or property thereof in the hands of the Secretary-Treasurer as may have been derived from the general funds of the American Water Works Association shall be returned to the American Water Works Association.

Section 2. The balance of the Section funds or property shall be disposed of by transfer and distribution to any one or more corporations, funds or foundations organized and operated in the United States of America exclusively for scientific or educational purposes, no part of the net earnings of which inures to the benefit of any private shareholders or individual, no substantial part of the activities of which is carrying on propaganda or otherwise attempting to influence legislation, and which does not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office, such recipients to be selected by vote of the majority of the members of the Section at a meeting called for the purpose, or if for any reason such disposition cannot be effected, then such funds shall be so distributed pursuant to the order, judgment, or decree of a court having jurisdiction over the assets and property of the Section.