

Tom Schedler
SECRETARY OF STATE

As Secretary of State, of the State of Louisiana, I do hereby Certify that

the attached document(s) of

CHENIERE-DREW WATER SYSTEM, INC.

are true and correct and are filed in the Louisiana Secretary of State's Office.

03909270N	ORIGF	10/27/1969	6 page (s)
04203900	NMCHG	4/24/1972	4 page (s)
04210750	AMEND	11/3/1972	3 page (s)
04915100	AMEND	12/14/1979	2 page (s)
34613161	REVOK	2/18/1998	1 page (s)
34627331	REINS	4/17/1998	1 page (s)
35402557	AMEND	1/3/2003	4 page (s)
40326066	10 AR	10/14/2010	1 page (s)

In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on,

September 27, 2011

Secretary of State

MBL 03909270N



Certificate ID: 10205790#WAR93

To validate this certificate, visit the following web site, go to **Commercial Division, Certificate Validation**, then follow the instructions displayed.

www.sos.louisiana.gov

ARTICLES OF INCORPORATION
OF
CHENIERE WATER SYSTEM INCORPORATED
STATE OF LOUISIANA
PARISH OF
OUACHITA

BE IT KNOWN, on this 23rd day of October, 1969,

personally came and appeared before me, the undersigned Notary Public, the several subscribers hereto, each of the full age of majority, who declared to me, in the presence of the undersigned competent witness, that availing themselves of the provisions of the Louisiana Non-Profit Corporation Law (Title 12, Chapter 2, Louisiana Revised Statutes of 1950 as revised and codified by Act 105 of 1968, Legislature of Louisiana), they do hereby organize themselves, their successors and assigns, into a non-profit corporation in pursuance of that law, under and in accordance with the following articles of incorporation:

ARTICLE I.

The name of this corporation is Cheniere Water System Incorporated.

ARTICLE II.

The objects and purposes for which this corporation is organized and the nature of the business to be carried on by it are stated and declared to be as follows:

To enter into any business lawful under the laws of the State of Louisiana, either for its own account, or for the account of others, as agent, and either as agent or principal, to enter upon or engage in any kind of business of any nature whatsoever, in which corporations organized under the Louisiana Non-Profit Corporations Law may engage; and to the extent not prohibited thereby to enter upon and engage in any kind of business of any nature whatsoever in any other state of the United States of America, any foreign nation, and any territory of any country to the extent permitted by the laws of such other state, nation or territory.

To engage, build, operate and maintain a waterworks system. To employ any person or persons to assist in the building, maintenance or operation of said waterworks system. To lease, buy and otherwise acquire real estate, and to lease, sell and dispose of the same; and to do all other things subsidiary, necessary or convenient for carrying out and into effect the main purposes and objects of the organization of this non-profit corporation.

To borrow money from other persons, firms or corporations; to execute mortgages jointly with other persons, firms or corporations affecting both the property belonging to this corporation and property belonging to other persons, firms or corporations or to either; to mortgage or otherwise pledge or give as security all property of every nature and kind whatsoever as security for obligations of the corporation or for others; to execute promissory notes, mortgages and other obligations, contracts and undertakings, jointly and in solido (or jointly and severally) with other persons, firms or corporations.

ARTICLE III.

The duration of this corporation shall be in perpetuity or such maximum period as may be authorized by the laws of Louisiana.

ARTICLE IV.

This corporation is expressly organized as a non-profit corporation under the Non-Profit Corporation Law of the State of Louisiana.

ARTICLE V.

The location and address of this non-profit corporation's registered office is 1101 North Third Street, Monroe, Louisiana.

ARTICLE VI.

A. The full name and address of each registered agent is:

1. Claude Owens - Route 1, Box 206 $\frac{1}{2}$, West Monroe, Louisiana
2. W. B. Nelson - Route 1, Box 168, West Monroe, Louisiana
3. M. B. McDonald - Route 1, Box 171, West Monroe, Louisiana



4. John S. Clark - Route 1, Box 194, West Monroe, Louisiana
5. Fred Marshbanks - Route 2, West Monroe, Louisiana
6. Mrs. Travis Ford - Route 2, Box 398, West Monroe, Louisiana
7. Mrs. Marvin Phillips - Box 792, West Monroe, Louisiana

ARTICLE VII.

A. The full name and address of each incorporator is:

1. Claude Owens - Route 1, Box 206, West Monroe, Louisiana
2. W. B. Nelson - Route 1, Box 168, West Monroe, Louisiana
3. M. B. McDonald - Route 1, Box 171, West Monroe, Louisiana
4. John S. Clark - Route 1, Box 194, West Monroe, Louisiana
5. Fred Marshbanks - Route 2, West Monroe, Louisiana
6. Mrs. Travis Ford - Route 2, Box 398, West Monroe, Louisiana
7. Mrs. Marvin Phillips - Box 792, West Monroe, Louisiana

ARTICLE VIII.

A. The names, addresses and terms of office of the initial directors are as follows:

1. Claude Owens - Route 1, Box 206, West Monroe, Louisiana
2. W. B. Nelson - Route 1, Box 168, West Monroe, Louisiana
3. M. B. McDonald - Route 1, Box 171, West Monroe, Louisiana
4. John S. Clark - Route 1, Box 194, West Monroe, Louisiana
5. Fred Marshbanks - Route 2, West Monroe, Louisiana
6. Mrs. Travis Ford - Route 2, Box 398, West Monroe, Louisiana
7. Mrs. Marvin Phillips - Box 792, West Monroe, Louisiana

B. The administration of this corporation shall be vested in a Board of Directors of seven (7) members. The method of election of directors shall be as follows: Four members of the original board herein named shall be selected by lots to stand for election at the end of one fiscal year of corporate existence, the remaining three members shall hold office for two years; all members of the board elected after the election to be held at the end of the first fiscal year of existence of the corporation shall hold office for two years. It is the intent of this section to elect four directors one year and three directors the next, in perpetuity.

C. A majority of the board of directors shall constitute a quorum.

D. The Board of Directors shall elect the following officers,

3

whose duties, responsibilities, and authority are hereby declared to be:

1. Officers of Board of Directors
 - a. President: Who shall preside at all regular or special meetings of the Board;
 - b. Vice-President: Who shall preside in the absence of the President, and perform such other duties as the President may assign him;
 - c. Secretary: Who shall keep the minutes of all business meetings;
 - d. Treasurer: Who shall be responsible for all monies that come into the hands of the corporation

ARTICLE IX.

This corporation shall be organized without capital stock and membership shall be evidenced by inscribing and enrolling the names of the members in the membership book of the non-profit corporation herein formed, said book to be located at the above address of its registered office.

1. The requirements for membership in this corporation are:
 - a. paying a \$25.00 initial membership fee, or at any time after said water system is completed, by paying \$125.00 membership fee; and
 - b. by agreeing to purchase the service of this corporation and continuing to do so in the future.

ARTICLE X.

Each member of this corporation shall be entitled to one vote in the deliberation of any business.

ARTICLE XI.

The Board of Directors may exclude a member from further membership for failure to pay for the services of the corporation as the charges for said services become due.

ARTICLE XII.

A. At least one meeting shall be held of the voting members each calendar year. This meeting shall take place on the second Tuesday of the month of January. It shall be the duty of the President, and upon his failure or neglect, the Vice-President or Secretary, to give notice at least seven (7) days prior to this annual meeting to all members entitled to be present.

4

B. Special meetings of the voting members may be called at any time by the President or the Board of Directors. On the failure or refusal of either to call a meeting, upon the written request of at least three (3) voting members, any one of these voting members shall have authority to call a meeting, provided that notice by United States mail shall be given to each voting member at least ten (10) days prior to the day named for any meeting called.

Meetings may be held at any place within the city limits of West Monroe, Louisiana, or that portion of Ouachita Parish which lies west of the Ouachita River.

C. No business transacted at a member's meeting shall be valid unless a quorum is present. A quorum shall consist of a majority of the membership present in person, or by proxy.

D. Voting may be in person or by written proxy.

ARTICLE XIII.

The Board of Directors and/or the corporation members shall have the power to make, amend and repeal by-laws to govern this corporation provided they are in accordance with and do not conflict with these articles, and if this power is exercised by the Board of Directors, it is subject to the power of the members to change the action of the Board of Directors.

This power to make, amend and repeal by-laws shall be exercised by a majority vote of the voting members, or directors, as the case may be, at any regular or special meeting convened for the purpose after notice has been given.

ARTICLE XIV.

This corporation may amend its articles in any respect at a meeting of the voting members called for that specific purpose by a vote of two-thirds (2/3) of the voting members.

Any amendment which might be adopted at a meeting of the voting members may be adopted without a meeting if written consent to the amendment has been given by all members entitled to vote thereon.

IN WITNESS WHEREOF, all incorporators have signed these articles, in the presence of the subscribing two witnesses and the Notary.

Marshall B. McDonald
John S. Clark
Thos. J. Marshall

5

Mrs. Marina Phillips
Mrs. Lavin Ford
Claude L. Quisenberry
W.B. Nelson

WITNESSES:

Anna Taylor
Paul C. Johnson

THUS DONE AND PASSED before me, the undersigned Notary, this
23rd day of October, 1969.

Jennie Mae Gano
NOTARY PUBLIC

AMENDMENT OF
ARTICLES OF INCORPORATION OF
CHENIERE WATER SYSTEM, INCORPORATED

STATE OF LOUISIANA:

PARISH OF OUACHITA:

BEFORE ME, the undersigned authority, personally came and appeared JOHN S. CLARK, President, and MRS. TRAVIS FORD, Secretary, of and acting for Cheniere Water System, Incorporated, a corporation organized and existing under the laws of the State of Louisiana, who did declare that pursuant to a resolution of its shareholders adopted at a special meeting held on April 10, 1972, all as is more fully shown by a certified copy of the Minutes of said Special Meeting of the shareholders, they now appear for the purposes of effecting an amendment to the Articles of Incorporation so as to make the following Articles read as follows:

ARTICLE I.

The name of this corporation is:

CHENIERE-DREW WATER SYSTEM, INC.

ARTICLE V

The location and address of this non-profit corporation's registered office is 1304 North 18th Street, Monroe, Louisiana 71201.

THUS DONE, READ AND SIGNED at my office in the City
of Monroe, Louisiana, in Ouachita Parish, State of Louisiana,
this 19th day of April, A. D., 1972.

Mrs. Thomas J. Ford
Secretary

John A. Clark
President

SWORN TO AND SUBSCRIBED before me, on this the 19th day
of April, A. D., 1972.

Ralph J. Huber
NOTARY PUBLIC

Minutes of a Special Meeting of the Shareholders of CHENIERE WATER SYSTEM, INCORPORATED held at the Drew School, West Monroe, Louisiana, on Monday, April 10, 1972, pursuant to the provisions of the Articles of Incorporation and due notice given by the Secretary to all shareholders.

Mr. John S. Clark, President, presided over the meeting and Mrs. Travis Ford acted as Secretary.

Seventy-eight (78) stockholders out of a total of 111 stockholders were present in person or by proxy. A majority of the stock being represented, a quorum was declared present.

The minutes of the last meeting of the stockholders were read and approved.

Mr. W. R. Baggett, Engineer for the corporation, reviewed and discussed the latest developments and the possible financing of the corporation by the Department of Housing and Urban Development.

The next business before the meeting was the amendment to the Articles of Incorporation changing the name of the corporation to "Cheniere Drew Water System, Inc." and also to amend Article V changing the location of the registered office of the corporation to 1304 North 18th Street, Monroe, Louisiana. The attorney for the corporation, Mr. Ralph J. Wicker, explained the reasons for the proposed change and a vote on the proposed changes was held. The

results of the vote were: 78 stockholders voted in favor of the proposed changes and 0 voted against the proposed changes.

The stockholders present then voted unanimously to authorize the President, Mr. John S. Clark, and the Secretary, Mrs. Travis Ford, to execute the Articles of amendment for the purposes of effecting an amendment to the Articles of Incorporation.

There being no further business to come before the meeting, the same was declared adjourned.

Mrs. Travis J. Ford
Secretary

CERTIFICATE

I, Mrs. Travis Ford, do hereby certify that I am the duly elected Secretary of Cheniere Water System, Incorporated and that the foregoing resolution was unanimously adopted by the shareholders of this corporation at a meeting held by them on the 10th day of April, 1972 at the Drew School, Ouachita Parish, Louisiana, at which meeting 78 members of the corporation were present in person or by proxy and each voted unanimously in favor thereof. This resolution has not been modified or rescinded and is still in full force and effect.

Monroe, Louisiana, this 19th day of April, 1972.

Mrs. Travis J. Ford
Secretary

AMENDMENT OF ARTICLES OF INCORPORATION
OF CHENIERE-DREW WATER SYSTEM, INC.

STATE OF LOUISIANA

PARISH OF OUACHITA

BEFORE ME, the undersigned authority, personally came and appeared C. H. Feazel, President, and Mrs. Travis Ford, Secretary of and acting for Cheniere-Drew Water System, Inc., a corporation organized and existing under the laws of the State of Louisiana, who did declare that pursuant to a resolution of the shareholders adopted at a special meeting held on October 24, 1972, all as more fully shown by certified copy of the minutes of said special meeting of the shareholders, they now appear for the purposes of effecting an amendment to the Articles of Incorporation so as to make the following articles read as follows:

"ARTICLE 13-A

Should this corporation ever be dissolved, or should its existence terminate, all of the assets of the corporation shall be distributed only to organizations exempt from income tax under the provisions of Section 501(d)(3) under the Internal Revenue Code of 1954, or to the Federal Government or to the State or Local Government for a public purpose. No part of the assets of the association shall ever be distributed to or used for the benefit of any member, trustee or officer of the association or any private individuals or corporations."

THUS DONE, READ AND SIGNED at my office in the City of Monroe, Ouachita Parish, State of Louisiana, this 31st day

Page 2

of October, A. D., 1972.

Mrs. Tammie J. Ford
Secretary

C. B. Francis
President

SWORN TO AND SUBSCRIBED before me on this, the 31st
day of October, A. D., 1972.

Raymond J. Miller
NOTARY PUBLIC

MINUTES OF A SPECIAL MEETING OF THE
SHAREHOLDERS OF CHENIERE-DREW WATER
SYSTEM, INC. HELD AT THE DREW SCHOOL,
WEST MONROE, LOUISIANA, TUESDAY,
OCTOBER 24, 1972, PURSUANT TO THE PRO-
VISIONS OF THE ARTICLES OF INCORPORATION
AND DUE NOTICE GIVEN BY THE SECRETARY
TO ALL SHAREHOLDERS

Mr. C. B. Feazel, President, presided over the meeting
and Mrs. Travis Ford acted as Secretary.

The President stated that a requirement by HUD
that the Articles of Incorporation be amended to declare that
upon dissolution of the corporation any assets belonging to
the corporation shall not be distributed to any member of the
corporation or to any of the private individuals or corporations.
After general discussion, a motion was made and seconded and
carried unanimously that the Articles of Incorporation be
amended to so provide and that Mr. C. B. Feazel and Mrs. Travis
Ford be authorized and directed to execute any and all acts
necessary to accomplish this purpose.

There being no further business to come before the
meeting, the same was declared adjourned.

Mrs. Travis Ford
Secretary

AMENDMENT OF ARTICLES OF INCORPORATION
OF CHENIERE-DREW WATER SYSTEM, INC.

STATE OF LOUISIANA:


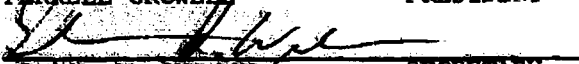
PARISH OF OUACHITA:

BEFORE ME, the undersigned authority, personally came and appeared **FERRELL CROWELL**, President and **GLENN N. WILSON**, Secretary of and acting for Cheniere-Drew Water System, Inc., a corporation organized and existing under the laws of the State of Louisiana, who declare that pursuant to a resolution of the shareholders adopted at a special meeting held on the 14th day of August, 1979, at which all members were present, all as more fully shown by a certified copy of the minutes of said special meeting of the shareholders, they now appear for the purposes of effecting an amendment to Article 13-A of the Articles of Incorporation so as to make said article read as follows:

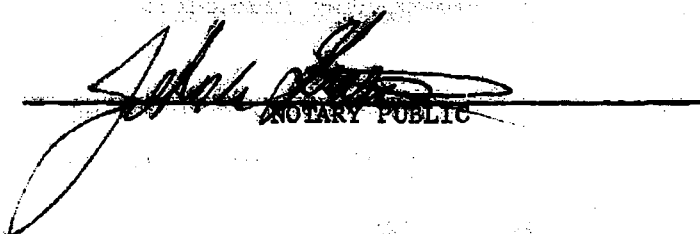
"ARTICLE 13-A

In the event of dissolution, the assets of the corporation and the patronage dividends will be distributed to its members (past and present) on the basis of the business that they have done with the corporation."

THUS DONE, READ AND SIGNED at my office in the City of West Monroe, Ouachita Parish, State of Louisiana, this 4th day of December, 1979.

 FERRELL CROWELL	 GLENN N. WILSON
PRESIDENT	SECRETARY

SWORN TO AND SUBSCRIBED before me, on this 4th day of December, 1979.


NOTARY PUBLIC

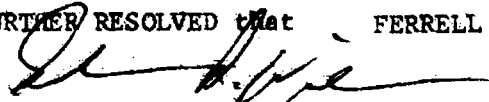
EXCERPT OF A MINUTES OF A SPECIAL MEETING OF
THE SHAREHOLDERS OF CHENIERE-DREW WATER SYSTEM, INC.

A special meeting of the shareholders of Cheniere-Drew Water System, Inc. was held at Brownlee Road, West Monroe, Louisiana on the 14th day of August, 1979, at which meeting all shareholders were present and consenting to the action taken therein. Upon motion duly made, seconded and unanimously carried:


IT WAS RESOLVED that the Articles of Incorporation of Cheniere-Drew Water System, Inc., and specifically Article 13-A of the Articles of Incorporation be amended so as to read as follows:

"ARTICLE 13-A

In the event of dissolution, the assets of the corporation and the patronage dividends will be distributed to its members (past and present) on the basis of the business that they have done with the corporation."

IT WAS FURTHER RESOLVED that FERRELL CROWELL, President and , Secretary of Cheniere-Drew Water System, Inc., be authorized and directed to execute any and all acts necessary to accomplish this purpose.

C E R T I F I C A T E

I, , Secretary of Cheniere-Drew Water System, Inc., do certify the above and foregoing to be a true and correct copy of the minutes of the meeting of the shareholders of said corporation, duly and legally called, convened and held at Brownlee Road in W. Monroe, Louisiana, on August 14, 1979, whereat a quorum of the shareholders were present and that the same has not been revoked or rescinded.

Witness my signature and the seal of said corporation at Louisiana, this 4th day of December, 1979.


GLENN N. WILSON

STATE OF LOUISIANA
SECRETARY OF STATE

W. FOX McKEITHEN
SECRETARY OF STATE

HELEN J. CUMBO
ADMINISTRATOR



Commercial
(225) 925-4704

Administrative Services
(225) 922-0415

Fax
(225) 925-4726
(225) 922-0435

Fax-On-Demand
(225) 922-2044

Uniform Commercial Code
(225) 342-5542

Fax
(225) 342-7011

January 15, 1998

JOHN S. CLARK
RT. 1, BOX 194
WEST MONROE, LA 71291

RE: 03909270N 34613161
CHENIERE-DREW WATER SYSTEM, INC.

Gentlemen:

In accordance with the provisions of R.S. 12:262.1, whereby a corporation has failed to file an annual report for three consecutive years, the Secretary of State is directed by law to revoke the Articles of Incorporation.

You are hereby notified that the articles of incorporation and franchise of your corporation will be revoked unless the corporation places itself in good standing. The revocation shall become effective thirty (30) days from the date of this letter.

Please disregard if the corporation has filed its current annual report with the Secretary of State prior to receipt of this notice.

In accordance with R.S. 12:262.1(H), a church which is a member of and in good standing with a statewide church association shall not be subject to revocation. Please notify this office if your corporation falls into this category.

Forms are available upon request from this office by calling (504) 925-4704.

Sincerely,

A handwritten signature in cursive script that reads "Helen J. Cumbo".

Helen J. Cumbo

W. Fox McKeithen
Secretary of State

APPLICATION FOR REINSTATEMENT OF A DOMESTIC CORPORATION

(R.S. 12:163)



Domestic Corporation
Enclose \$60.00 filing fee
Make remittance payable to
Secretary of State
Do not send cash

Return to: Corporations Division
P.O. Box 94125
Baton Rouge, LA 70804-9125
Phone (504) 925-4704

STATE OF LA.

PARISH OF Ouachita

Corporation Name: CHENIERE-DREW WATER SYSTEM, INC.

It is hereby requested that you reinstate the above referenced corporation as of the date of receipt of this application for reinstatement, current annual report and the fee of \$60, plus the fee for filing the current annual report as required by R.S. 12:163(E), as amended by Act 714 of 1984.

The certificate of incorporation and articles of incorporation shall be reinstated provided (i) a suit for liquidation or receivership of the corporation has not been filed at the time reinstatement is applied for and, (ii) if a suit for liquidation or receivership of the corporation has been so filed, a unanimous written consent to the reinstatement by the shareholders, certified by the corporation's secretary to contain the signatures of all shareholders, is filed with the Secretary of State with the application for reinstatement; and (iii) an application for reinstatement signed and acknowledged by an officer of the corporation, the reinstatement fee, and the current annual report is filed with the Secretary of State within three (3) years from the effective date of revocation, or as otherwise provided by law.

Jesse M. Williams
Officer

CHAIRMAN OF THE BOARD / PRESIDENT
Title

SECRETARY OF STATE
APR 17 12:45 '98

RECORDED
9 07

BEFORE ME, the undersigned authority, duly commissioned and qualified within and for the State and Parish aforesaid, personally came and appeared Jesse M. Williams to me known to be the identical person who executed the above and foregoing instrument, who declared and acknowledged to me, Notary, that he executed the above and foregoing instrument of his own free will, as his own act and deed, for the uses, purposes and benefits therein expressed.

Sworn to and subscribed before me at West Monroe, LA, this 27 day of March, 19 98.

[Signature]
Notary

Cheniere-Drew Water System, Inc.
Amendments to Articles of Incorporation

ARTICLE II.

The objects and purposes for which this corporation is organized and the nature of the business to be carried on by it are stated and declared to be as follows:

To enter into any business lawful under the laws of the State of Louisiana, either for its own account, or for the account of others, as agent, and either as agent or principal, to enter upon or engage in any kind of business of any nature whatsoever, in which corporations organized under the Louisiana Non-Profit Corporations Law may engage; and to the extent not prohibited thereby to enter upon and engage in any kind of business of any nature whatsoever in any other state of the United States of America, any foreign nation, and any territory of any country to the extent permitted by the laws of such other state, nation or territory.

To engage, build, operate and maintain a waterworks system. To employ any person or persons to assist in the building, maintenance or operation of said waterworks system. To lease, buy and otherwise require real estate, and to lease, sell and dispose of the same; and to do all other things subsidiary, necessary or convenient for carrying out and into effect the main purposes and objects of the organization of this non-profit corporation.

To borrow money from other persons, firms or corporations; to execute mortgages jointly with other persons, firms, or corporations affecting both the property belonging to this corporation and property belonging to other persons, firms or corporations or to either; to mortgage or otherwise pledge or give as security all property of every nature and kind whatsoever as security for obligations of the corporation; to execute promissory notes, mortgages and other obligations, contracts and undertakings, jointly and in solido (or jointly and severally) with other persons, firms or corporations.

To contract with other persons, firm, or corporations to assist in the building, maintenance or operation of the waterworks system.

ARTICLE V.

The current location and address of this corporation's registered address shall be on file with the Secretary of State of Louisiana. Any future changes to this information shall not require an amendment of these articles but shall be reported to the Secretary of State of Louisiana.

ARTICLE VI.

The current name and address of the registered agent of this corporation shall be on file with the Secretary of State of Louisiana. Any future changes to this information shall not require an amendment of these articles but shall be reported to the Secretary of State of Louisiana.

ARTICLE VIII.

B. The administration of this corporation shall be vested in a Board of Directors consisting of seven (7) members of the corporation. The directors shall be elected and shall serve as follows: three directors of the 2002 board shall be selected by lots or on a voluntary basis to stand for election at the beginning of 2003; two directors of the 2002 board shall be selected by lots or on a voluntary basis to stand for election at the beginning of 2004; and two directors of the 2002 board shall be selected by lots or on a voluntary basis to stand for election at the beginning of 2005. All lots or voluntary determinations of which board positions shall be up for election in which years shall be made at the beginning of 2003 and the elections shall be held as stated herein thereafter. It is the intent of this section to provide for continuity of the board membership by electing three directors in one year, two directors in the next year, and two directors in the last year of a three year cycle in perpetuity. Board positions shall be held for a three year term with a maximum of two terms of service. This term limitation shall apply to all new terms beginning after January 1, 2003; therefore, directors holding positions on the board on January 1, 2003 may serve more than six years on the board. Further, two directors holding positions on the board on January 1, 2003 that are designated for election in 2005 shall hold that position until that election in 2005 to fulfill the intent of this amendment without regard to term restrictions.

ARTICLE IX.

1. The requirements for membership in this corporation are:
 - a. Owning property at a location within the corporation's service area;
 - b. Paying a tap fee to be set by the Board of Directors of this corporation or obtaining property for which a tap fee has been paid by predecessor in title;
 - c. Paying a membership fee to be set by the Board of Directors of this corporation; and
 - d. Agreeing to purchase the service of this corporation and continuing to do so in the future.

ARTICLE XII.

A. At least one meeting shall be held of the voting members each calendar year. This meeting shall take place on the second Tuesday of the month of January if not a legal holiday, or if a legal holiday, the next business day following. It shall be the duty of the President, and upon his failure or neglect, the Vice-President or Secretary, to give notice at least ten (10) days prior to this annual meeting to all members entitled to be present.

C. A quorum shall be required to conduct business of this corporation at the annual or a special meeting of the members except that the Board of Directors of this corporation may develop written guidelines for conducting the necessary business of the corporation, including

but not limited to the election of directors, when a quorum is not present at any annual or special membership meeting. Such guidelines shall contain a requirement that proof of proper notice of such annual or special meeting has been given.

ARTICLE 13-A

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction for the parish of Ouachita, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

CERTIFICATION STATEMENT

I, Lynn Clark, do hereby certify:

- (i) That I am the duly elected and qualified Secretary of the Corporation and, as such, have access to the Corporation's records;
- (ii) That the above amendment to the articles is a true and correct restatement of amendments adopted by the voting members of the Corporation by unanimous consent dated the 30th day of September, 2002;
- (iii) That none of the amendments set forth above have been amended, modified, or rescinded and each such amendment is in full force and effect on the date hereof.

Signed at Monroe, Ouachita Parish, Louisiana, on the 20th day of December, 2002.

Witnesses:

Elysa C. Harvey
Ellen Jones

Cheniere-Drew Water System, Inc.

Lynn Clark
Secretary, Board of Directors

Lorrie K. Howell
Notary Public

I, Wayne E. Allen, do hereby certify:

(i) That I am the duly elected and qualified President of the Corporation and, as such, have access to the Corporation's records;

(ii) That the above and amendment to the articles is a true and correct restatement of amendments adopted by the voting members of the Corporation by unanimous consent dated the 30th day of September, 2002;

(iii) That none of the amendments set forth above have been amended, modified, or rescinded and each such amendment is in full force and effect on the date hereof.

Signed at Monroe, Ouachita Parish, Louisiana, on the 20th day of December, 2002.

Witnesses:

Eliza C. Harvey
Ellen Jones

Cheniere-Drew Water System, Inc.

[Signature]
President, Board of Directors

Lois K. Howell
Notary Public

JAY DARDENNE
Secretary of State



DOMESTIC CORPORATION
ANNUAL REPORT
For Period Ending
10/27/2010



03909270N



2010

Mailing Address Only (INDICATE CHANGES TO THIS ADDRESS IN THIS BOX)

03909270 N
CHENIERE-DREW WATER SYSTEM, INC.

C/O M-N UTILITIES, INC.
P. O. BOX 35888
WEST MONROE, LA 71294-5888

1

(INDICATE CHANGES TO THIS ADDRESS IN THIS BOX)

Registered Office Address in Louisiana
(Do not use P. O. Box)
646 COMMERCIAL PARKWAY
WEST MONROE, LA 71292

Federal Tax ID Number

Our records indicate the following registered agents for the corporation. Indicate any changes or deletions below. All agents must have a Louisiana address. Do not use a P. O. Box.

A NEW REGISTERED AGENT REQUIRES A NOTARIZED SIGNATURE.

WENDY E. W. GIOVINGO
C/O SNELLING, BREARD, SARTOR, ETC. 1503 N. 19TH ST. MONROE, LA 71207-2055

I hereby accept the appointment of registered agent(s).

Sworn to and subscribed before me on
NOTARY NAME MUST BE TYPED OR PRINTED WITH NOTARY #


New Registered Agent Signature

Notary Signature

Date

This report reflects a maximum of three officers or directors from our records for this corporation. Indicate any changes or deletions below. Include a listing of all names along with each title held and their address. Do not use a P. O. Box. If additional space is needed attach an addendum.

WAYNE ALLEN 133 TRACE WEST RD. WEST MONROE, LA 71291	President
MR. CAREY L. BUTLER 406 OLD HWY. 15 WEST MONROE, LA 71291	Vice-President
MADGE SMITH 300 CHEYENNE DR. WEST MONROE, LA 71241	Secretary

SIGN →	To be signed by an officer or director	Title	Phone	Date
	 Signee's address 133 Trace West Rd West Monroe, LA 71291	President Email Address waller93@comcast.net	318-355-5970	
Enclose filing fee of \$5.00 Make remittance payable to Secretary of State Do Not Send Cash Do Not Staple web site: www.sos.louisiana.gov		Return by: 10/27/2010 To: Commercial Division P. O. Box 94125 Baton Rouge, LA 70804-9125 Phone (225) 925-4704	(For Office Use Only)	
DO NOT STAPLE			3	

ALL UNSIGNED REPORTS WILL BE RETURNED