

The ownership of the membership represented by this certificate shall not be transferred, sold or assigned, other than by testamentary disposition or disposition under the laws of descent and distribution, by any member or by any non-legal representative, devise, testamentary beneficiary, successor or assign of any member, without the making of consent to the corporation of any independent board by the member and obtaining prior approval of the corporation or the proposed transfer as provided in the by-laws of the corporation.

CERTIFICATE

**FOR
ONE
MEMBERSHIP**

**Minerva
WATER SUPPLY
CORPORATION**

ISSUED TO

STEVE & LORI EVERAGE

DATED

February 1, 2009

For Value Received _____ hereby sell, assign and transfer
unto _____
one Membership represented by the within certificate, and do hereby irrevocably
constitute and appoint _____

to transfer the said Membership on the books of the within named corporation
with full power of substitution in the premises. _____ Attorney

Dated _____ 20 _____

In presence of _____