



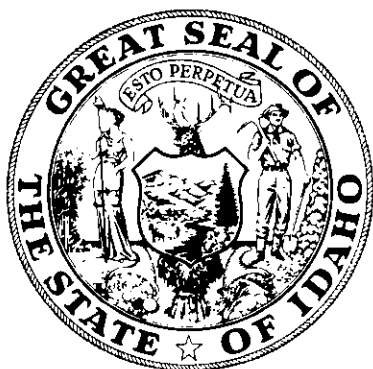
CERTIFICATE OF AUTHORITY
OF

HYDRO POWER DEVELOPMENT, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of HYDRO POWER DEVELOPMENT, INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to HYDRO POWER DEVELOPMENT, INC. to transact business in this State under the name HYDRO POWER DEVELOPMENT, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated **March 28, 1985**



SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Hydro Power Development, Inc.
2. *The name which it shall use in Idaho is Hydro Power Development, Inc.
3. It is incorporated under the laws of Colorado
4. The date of its incorporation is August 22, 1983 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 2057 Brookwood Drive, Colorado Springs, Colorado 80918
6. The address to which correspondence should be addressed, if different from that in item 5
7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T CORPORATION SYSTEM
8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
All lawful purposes together with engaging in the development and operation of small scale hydroelectric projects, including the sale of power therefrom and the consulting
therefore.
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Bradley H. Ermel</u>	<u>President/Director</u>	<u>2057 Brookwood Drive</u> <u>Colorado Springs, CO 80918</u>
<u>Bobby L. Cox, Jr.</u>	<u>Vice President, Secy & Director</u>	<u>8221 Brigatine Drive</u> <u>Colorado Springs, CO 80201</u>
<u>Rodney L. Ermel</u>	<u>Treasurer/Director</u>	<u>5100 Bluestem Drive</u> <u>Colorado Springs, CO 80917</u>
10. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
500,000,000	Common	No Par Value

(continued on reverse)

11. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
87,500,000	Common	No Par Value

12. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

13. This Application is accompanied by a certificate of corporate existence or status, issued by the proper officer of the state or country of incorporation. (The certificate should not be over 90 days old)

Dated February 8, 19 85.

Hydro Power Development, Inc.
By Bradley H. Ermel
Bradley H. Ermel
Its President
and Bobby L. Cox, Jr.
Bobby L. Cox, Jr.
Its Secretary

STATE OF Colorado)
) ss:
COUNTY OF El Paso)

I, Jo Beth McFadden, a notary public, do hereby certify that on this 8th day of February, 19 85, personally appeared before me Bradley H. Ermel, who being by me first duly sworn, declared that he is the president of Hydro Power Development, Inc.

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

Jo Beth McFadden
Notary Public
Jo Beth McFadden

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

STATE OF COLORADO



DEPARTMENT OF
STATE

CERTIFICATE

I, NATALIE MEYER, Secretary of State of the State of Colorado hereby certify that

According to the records of this office

HYDRO POWER DEVELOPMENT, INC.
(COLORADO CORPORATION)

has complied with the applicable provisions of the laws of the State of Colorado and on this date is in good standing and authorized and competent to transact business or to conduct its affairs within this state.



DATED:

MAR 14 1985

Natalie Meyer

SECRETARY OF STATE