



CERTIFICATE OF INCORPORATION
OF

CITIZENS FOR ENERGY AND THE ENVIRONMENT, INC.

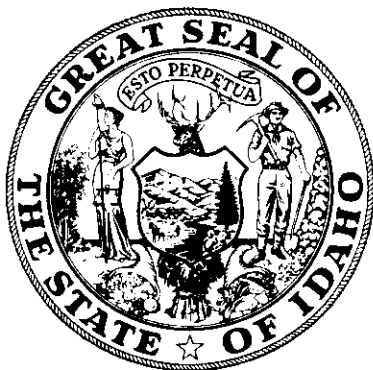
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

CITIZENS FOR ENERGY AND THE ENVIRONMENT, INC.

duly signed pursuant to the provisions of the Idaho Nonprofit 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated September 15th, 19 81.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

30115 4-27-79
CITIZENS FOR ENERGY AND THE ENVIRONMENT

ARTICLES OF INCORPORATION

OF

CITIZENS FOR ENERGY AND THE ENVIRONMENT, INC.

(a non-profit corporation)

We, the undersigned, natural persons of the age of twenty-one (21) years or more, acting as incorporators of a non-profit corporation under the laws of the State of Idaho, adopt the following Articles of Incorporation for such non-profit corporation:

ARTICLE I - NAME

The name of this corporation is: Citizens for Energy and the Environment, Inc.

ARTICLE II - DURATION

The period of its duration is perpetual, unless earlier dissolved pursuant to the requirements of Idaho law.

ARTICLE III - PURPOSE

The purpose for which the corporation is organized is to promote and conduct programs of education to enhance public awareness of the abundance of energy means available in Idaho which can meet the needs of Idaho while preserving the wilderness, rivers and clean air. This purpose is not limited to, nor does it exclude, promotion of the use of nuclear energy for the generation of electric power.

The incorporators shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful acts, and to engage in any and all lawful activities which may be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, fostering, attainment or achievement of the purpose for which the corporation is organized, and to aid or assist other organizations whose activities are such as to further the accomplishment of such purpose. Notwithstanding anything

herein to the contrary, the corporation shall exercise only such powers as are in furtherance of the exempt purposes of organizations set forth in Section 501 (c) of the Internal Revenue Code of 1954 and the regulations thereunder as the same now exists or as may hereafter be amended from time to time.

ARTICLE IV

This corporation does not, and shall not, afford pecuniary gain, incidentally or otherwise, to its members. No part of the income or principal of this corporation shall inure to the benefit of, or be distributed to, a member, director or officer of this corporation, or any private individual, but the foregoing shall not preclude reimbursement for services rendered or property purchased. This corporation shall not engage in subversive or un-American activities. The corporation shall not unreasonably accumulate income or otherwise invest in funds except to accomodate the reasonable purposes of the corporation.

ARTICLE V

The corporation shall have a single class of membership with members elected by a majority vote of the board of directors. The board of directors shall establish rules for termination or forfeiture of membership, for the imposition of dues or other charges on members and for the restrictions of the transfer of memberships. Members shall not have voting rights.

ARTICLE VI - LOCATION OF REGISTERED OFFICE AND AGENT

The location of the registered office of this corporation, until lawfully changed, shall be 3987 Chinden Blvd., Boise, Idaho 83704, and the agent in charge thereof shall be, until lawfully changed, Michael D. Lesh.

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators are:

Stephen M. Pitino	2412 N. 23rd St., Boise, Idaho
Dorothy Strait	304 Driftwood Rd., Boise, Idaho
Shirley McKague	933 E. Pine, Meridian, Idaho

ARTICLE VIII - FIRST BOARD OF DIRECTORS

The first board of directors of the corporation shall consist of the following, whose names and addresses are listed below, and whose tenure shall continue until their death, resignation, or termination in accordance with the by-laws:

Stephen M. Pitino	2412 N. 23rd St., Boise, Idaho
Dorothy Strait	304 Driftwood Rd., Boise, Idaho
Shirley McKague	933 E. Pine, Meridian, Idaho

ARTICLE IX - BOARD OF DIRECTORS

The affairs and business of the corporation shall be conducted by a board of directors of not less than three (3) and not more than twelve (12) members, the exact number of which shall be determined by the board of directors as now constituted, and in the manner proscribed by the by-laws.

ARTICLE X - NO CAPITAL STOCK

The corporation shall have no capital stock and the private property of the incorporators shall not be liable for the debts of the corporation.

ARTICLE XI - OFFICERS

The general officers of this corporation shall be a president, a secretary and a treasurer. The board of directors may, in its discretion, appoint a vice-president, an assistant secretary or an assistant treasurer. The duties of the foregoing officers shall be as set forth in the by-laws.

ARTICLE XII

In the event of dissolution or final liquidation of the corporation for any cause, all of the remaining assets of the

corporation, after necessary expenses thereof, shall be distributed to a non-profit corporation; however, in the event there is no such like corporation, the assets shall be distributed to a non-profit fund, foundation or corporation, which is organized and operated exclusively for purposes in accordance with the provisions of Section 501 (c) of the Internal Revenue Code of 1954 and the regulations thereunder as the same now exists and as they may hereafter be amended from time to time.

IN WITNESS WHEREOF, the incorporators have executed this document this 14th day of September, 1981.

Stephen M. Pitino
Stephen M. Pitino, Incorporator

STATE OF IDAHO

COUNTY OF ADA

I, Andy Enrico, a Notary Public, hereby certify that on the 14th day of September, 1981, personally appeared before me, Stephen M. Pitino, who, being by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator and that the statements therein contained are true.

Andy Enrico
NOTARY PUBLIC
Residing at: Boise, Idaho

My Commission Expires: September

Dorothy Strait
Dorothy Strait, Incorporator

STATE OF IDAHO

COUNTY OF ADA

I, Andy Enrico, a Notary Public, hereby certify that on the 14th day of September, 1981, personally appeared before me, Dorothy Strait, who, being by me first duly sworn, declared that she is the person who signed the foregoing document as incorporator and that the statements therein contained are true.

Andy Enrico
NOTARY PUBLIC
Residing at: Boise, Idaho


My Commission Expires: September


Shirley McKague, Incorporator

STATE OF IDAHO

COUNTY OF ADA

I, Ann Burico, a Notary Public, hereby
certify that on the 14th day of September, 1981,
personally appeared before me, Shirley McKague, who, being
by me first duly sworn, declared that she is the person who
signed the foregoing document as incorporator and that the
statements therein contained are true.


NOTARY PUBLIC
Residing at: Ada, Idaho

My Commission Expires: 1-1-1982