



Department of State.

**AMENDED CERTIFICATE OF AUTHORITY
OF**

MAGNA DEVELOPMENT CORPORATION

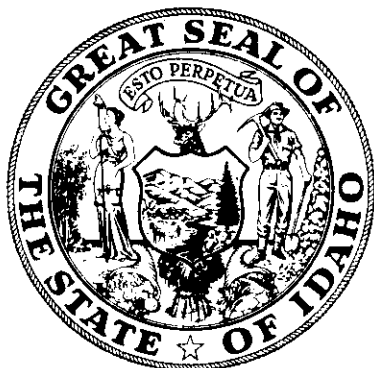
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of an Application of ***MAGNA DEVELOPMENT CORPORATION***

_____ for an Amended 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 Amended
Certificate of Authority to ***MAGNA POWER COMPANY***

_____ to transact business in this State under the name _____
MAGNA POWER COMPANY and attach hereto a duplicate
original of the Application for such Amended Certificate.

Dated ***May 3***, 19***82***.



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

**APPLICATION FOR AMENDED CERTIFICATE
OF AUTHORITY**

To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-118, **Idaho Code**, the undersigned corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement.

1. A Certificate of Authority was issued to the corporation by your office on November 20,
19 81, authorizing it to transact business in the State of Idaho under the name of _____
Magma Development Corporation

2. Its corporate name has been changed to Magma Power Company

(Note: If the corporation name has not been changed, insert "No change.")

3. The name which it shall use hereafter in the State of Idaho is Magma Power Company

Note: If the corporate name has been changed and the new name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or any abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Idaho. If a professional service corporation, add the appropriate word in place of those listed above.)

4. It desires to pursue in the transaction of business in the State of Idaho purposes other than or in addition to those set forth in its prior application for certificate of authority, as follows:

No change

(Note: If no additional purposes are proposed, insert "No change.")

Dated April 23, _____, 19 82

MAGMA DEVELOPMENT CORPORATION

By _____

ANDREW W. HOCH

Its _____ President

And _____

JOSEPH W. AIDLIN

Its _____ Secretary

STATE OF CALIFORNIA)

COUNTY OF LOS ANGELES) ss:

I, Marilyn C. Mazuzan, a notary public, do hereby certify that on this

23rd day of April, 19 82, personally appeared

(continued on reverse)

before me Andrew W. Hoch and Joseph W. Aidlin, who being by me first duly sworn,
they are the President and Secretary, respectively
declared that he is the _____ of _____

Magma Development Corporation

^{they}
that/he signed the foregoing document as President and Secretary of the corporation and
that the statements therein contained are true.

Marilyn C. Mazuzan
Notary Public



5143 Sunset Boulevard, Los Angeles, CA 90027

CERTIFICATE OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
MAGMA DEVELOPMENT CORPORATION

FILED
IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

APR 23 1982

WM. SWACKHAMER SECRETARY OF STATE

Wm. Swackhamer
No. 6828-81

I, the undersigned, Leif A. Tonnessen, being the
Sole Incorporator of Magma Development Corporation (the
"Corporation"), do hereby certify as follows:

FIRST: That the Articles of Incorporation of the
Corporation were filed in the Office of the Secretary of
State of the State of Nevada on the 6th day of October,
1981, and a certified copy thereof was filed in the office
of the Carson City Clerk on October 8, 1981.

SECOND: That the Corporation has not received
any payment for any of its stock.

THIRD: That Article FIRST of the Articles of
Incorporation of the Corporation is amended in its entirety
to read as follows:

"FIRST: The name of the Corporation is
MAGMA POWER COMPANY." and that

Article FIFTH of the Articles of Incorporation of the Corporation is amended in its entirety to
read as follows:

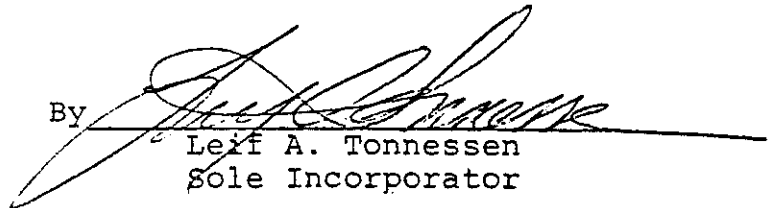
"FIFTH: The members of the governing board must be styled directors of the Corporation. The board of directors shall initially consist of six (6) members. The number of directors of the Corporation may thereafter from time to time be increased or decreased in the manner provided in the By-laws of the Corporation."

FOURTH: That such amendments have been duly adopted in accordance with the provisions of Section 78.380 of the Nevada Revised Statutes.

IN WITNESS WHEREOF, Magma Development Corporation has caused this Certificate of Amendment to the Articles of Incorporation of Magma Development Corporation to be executed on its behalf by Leif A. Tonnessen, its Sole Incorporator, this 23RD day of March, 1982.

MAGMA DEVELOPMENT CORPORATION

By

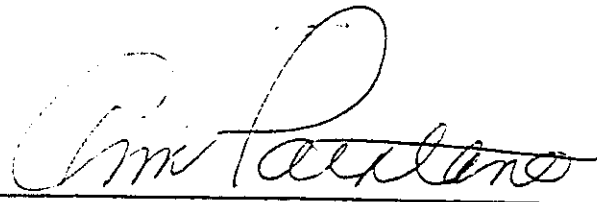

Leif A. Tonnessen
Sole Incorporator

STATE OF NEW YORK

COUNTY OF NEW YORK

BE IT REMEMBERED, that on this 23rd day of March A.D. 19 82, personally came before me, Ann Patalano a Notary Public in and for the County and State aforesaid, Leif A. Tonnessen the sole incorporator of Magma Development Corporation, a corporation of the state of Nevada, the corporation described in and who executed the foregoing Certificate, known to me personally to be such, and he, the said sole incorporator, duly executed said Certificate before me and acknowledged the said Certificate to be his act and deed and the act and deed of said corporation; that the signature of the said incorporator of said corporation to said foregoing Certificate are in the handwriting of the said individual of said company, and that the seal affixed to said Certificate is the common or corporate seal of said corporation, and that his act of sealing, executing, acknowledging and delivering the said certificate was duly authorized by the corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid.

A handwritten signature in dark ink, appearing to read "Ann Patalano", written over a horizontal line.

Notary Public

ANN PATALANO
Notary Public, State of New York
No. 41-3030105
Qualified in Queens County
Certificate filed in New York County
Commission Expires March 30, 1983