

UNITED STATES OF AMERICA

THE STATE OF WASHINGTON

Department of State

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TO ALL TO WHOM THESE PRESENTS SHALL COME

I, J. GRANT HINKLE, Secretary of State of the State of Washington and custodian of the Seal of said State, do hereby certify that I have carefully compared the annexed copy of the

Amended

ARTICLES OF INCORPORATION
of the
THE WASHINGTON WATER POWER CO.

with the original copy of said Amended Articles of Incorporation now on file in this office, and find the same to be a full, true and correct copy thereof, and of the whole of said original, together with all official endorsements thereon. And I further certify that the said Amended Articles appear to have been duly and regularly filed in this office, according to law, and that the same are of a genuine, valid and subsisting character, and that this certificate is in due form and by the proper officer having the legal custody of said original and the requisite official knowledge relative thereto.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed hereto the Seal of the State of Washington. Done at the Capitol, at Olympia this 27th day of April A.D. 1923.

THE SEAL OF
THE STATE OF
WASHINGTON
1889

(Signed) J. Grant Hinkle
Secretary of State

By (Signed) A. M. Kitto
Assistant Secretary
of State

C E R T I F I C A T E
of
INCREASE OF CAPITAL STOCK OF
THE WASHINGTON WATER POWER COMPANY

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KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, Chairman and Secretary of the meeting hereinafter mentioned of the stockholders of The Washington Water Power Company, a corporation, organized and existing under the laws of the State of Washington, and having its principal place of business in the City of Spokane, County of Spokane, State of Washington, and a majority of the Board of Trustees of said corporation do hereby certify that a meeting of the stockholders of said corporation was held at the office of said corporation in the City of Spokane, Spokane County, State of Washington, on March 12, 1923, at 2:30 o'clock P.M. of that day; that said meeting was held pursuant to notice thereof, which notice stated the time and place of meeting as aforesaid and the object thereof, to-wit: That it would and should be held for the purpose of increasing the capital stock of said corporation from two hundred thousand shares of the par value of one hundred dollars per share, to three hundred fifty thousand shares of the par value of one hundred dollars per share, that is to say, from twenty million dollars capital to thirty five million dollars capital. That said notice was dated February 21, 1923, and signed by at least a majority of the Board of Trustees of said corporation, and was published once a week for at least two successive weeks before said stockholders meeting in a newspaper published in and

of general circulation in said County of Spokane, State of Washington, and a copy of such notice was duly mailed to each stockholder at his last known Post Office address, at least two weeks before the said meeting, and not previous to four weeks before said meeting; that at the time and place designated in said notice, to-wit; the 12 day of March, 1923, at 2:30 o'clock P.M. at the office of said corporation, in said City of Spokane, Spokane County, State of Washington, a meeting of the stockholders of said corporation was duly held pursuant to said notice and the vote of more than two-thirds of all of the shares of the capital stock of said corporation was cast and given in favor of increasing said capital stock from twenty million dollars to thirty five million dollars and from two hundred thousand shares of the par value of one hundred dollars per share, to three hundred fifty thousand shares of the par value of one hundred dollars per share; and this certificate is made in compliance with, and in conformity to Section 3832 of Remington's Compiled Statutes of Washington, for the purpose of effectuating such increase of said capital stock.

This is to further certify that the amount of capital stock of said corporation actually paid in is eighteen million, three hundred four thousand, one hundred dollars, and that the amount to which the capital stock of said corporation is hereby increased is thirty five million dollars; that is to say, that the capital stock is hereby increased from twenty million dollars to thirty five million dollars.

We further certify that W. J. C. Wakefield was Chairman and

V. G. Shinkle was Secretary of said stockholders meeting.

Dated at Spokane, Washington, this 22 day of March, A.D.

1925.

(Signed) W. J. C. Wakefield
Chairman of said stockholders Meeting
and Trustee.

" V. G. Shinkle
Secretary of said Stockholders Meeting.

" D. L. Huntington

" L. M. Davenport

" W. S. McCrea

" Harold T. White

" Henry L. deForest

" Clinton H. Crane

" Frank T. Post

" William A. White

" H. Hobart Porter

" Frank Lyman

" William I. Frothingham

" Guy Du Val

" W. J. K. Vanston

" Edwin G. Merrill

" Jonathan Bulkley
Majority of Board of Trustees of
The Washington Water Power Company.

STATE OF WASHINGTON

SS

COUNTY OF SPOKANE

W. J. C. Wakefield and V. G. Shinkle being first duly sworn each upon oath says; that he has read and signed the foregoing certificate for increase of capital stock of The Washington Water Power Company, a corporation, from twenty million dollars to thirty five million dollars; that the undersigned, W. J. C.

Wakefield was Chairman of the stockholders meeting referred to in said certificate, and the undersigned, V. G. Shinkle was the Secretary of said stockholders meeting; that each and every of the statements of fact contained in said certificate, and all of the same are true and correct.

(Witness) W. J. C. Wakefield

(Secretary) V. G. Shinkle

Subscribed and sworn to before me this 22nd day of March,
A.D. 1923

SEAL
S.C.Scott
State of Washington.

(Notary) S. C. Scott
Notary Public in and for the
State of Washington, residing
at Spokane, Washington.

(Endorsement)

State of Washington, ss.

Filed for record in the office of the Secretary of State
April 19, 1923 at 9:13 o'clock A.M. Recorded in Book ____ Page ____

DOMESTIC CORPORATIONS

J. Grant Hinkle,
Secretary of State

(ENDORSED) Instrument Number 61649.
Certificate of Increase of the Capital Stock of The Washington Water Power Company. Filed at the request of John P. Gray May 14th, 1923 at 9 o'clock, A.M., records of Shoshone County, State of Idaho. Harry A. Rogers, County Recorder.

STATE OF IDAHO)
COUNTY OF SHOSHONE } SS

I, HARRY A. ROGERS, County Recorder in and for the County of Shoshone, State of Idaho, do hereby certify that I have carefully compared the foregoing copy of the Certificate of Increase of the Capital Stock of THE WASHINGTON WATER POWER COMPANY, with a certified copy of the original thereof, and that the same is a true and correct transcript therefrom, together with all official endorsements thereon, as the same appears on file at my office and in my custody.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal at my office in Wallace, Idaho, this 14th day of May, A.D. 1923.

Harry A. Rogers

County Recorder.