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-FILED-

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FOREIGN REGISTRATION STATEMENT

Title 30, Chapter 21, Idaho Code

Base Filing fee: \$100.00 + \$20.00 for manual processing (form must be typed).

1. The name of the entity is: Hemingway Wind LLC

2. The name which it shall use in Idaho is: _____

3. Select the type of entity you wish to register:

- Business Corporation
- Nonprofit Corporation
- Limited Liability Partnership
- Limited Liability Company
- Other: _____
- General Partnership
- General Cooperative Association
- Limited Partnership (Including a limited liability limited partnership)
- Statutory Trust, Business Trust, or Common-law Business Trust

(Use "Other" only if your foreign entity type is not listed above, and enter the type here.)

4. Jurisdiction of formation: Delaware

5. The address of its principal office is:

c/o Triple Oak Power LLC, 1200 NW Naito Parkway, Suite 210, Portland, Oregon 97209

6. The address of its domestic principal office (if required by the laws of the jurisdiction of formation) is:

108 LAKELAND AVE DOVER DE 19901

7. The mailing address to which correspondence should be addressed, if different from item 5, is:

8. Name and street address of registered agent in Idaho:

Capitol Corporate Services, Inc. 1555 W Shoreline Dr Ste 100 Boise ID 83702

9. The name, capacity, and mailing address of at least one governor:

<u>Triple Oak Power LLC</u>	<u>Member</u>	<u>1200 NW Naito Parkway, Suite 210, Portland, Oregon 97209</u>
(Name)	(Capacity)	(Address)

Secretary of State use only

Typed Name: Karen E. Jones

Signature: *Karen E. Jones*

Capacity: Assistant Secretary (officer appointed by Member)

Delaware

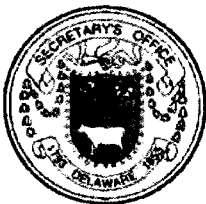
The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HEMINGWAY WIND LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE ELEVENTH DAY OF JULY, A.D. 2023.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HEMINGWAY WIND LLC" WAS FORMED ON THE FIFTH DAY OF MAY, A.D. 2023.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN ASSESSED TO DATE.



7444779 8300

SR# 20232969049

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 203722342

Date: 07-11-23

B0805-5042 07/18/2023 1:47 PM Received by Office of the Idaho Secretary of State