



CERTIFICATE OF INCORPORATION
OF

HYDROVEST, INC.

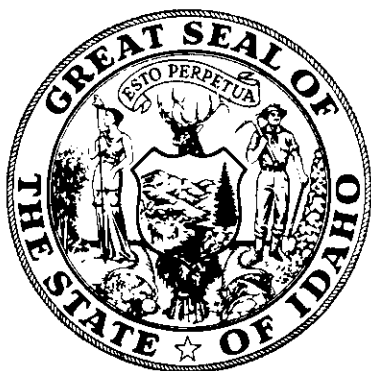
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

HYDROVEST, INC.

duly signed 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
Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: **April 18, 1985**



Pete T. Cenarrusa

SECRETARY OF STATE

by: *[Signature]*

ARTICLES OF INCORPORATION
FOR
HYDROVEST, INC.

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation.

ARTICLE I.

Name

The name of the corporation is HYDROVEST, INC.

ARTICLE II.

Duration

The period of duration of this corporation is perpetual.

ARTICLE III.

Purposes

The purpose for which this corporation is organized is to specifically include, but not be limited to, the conduct of a hydroelectric power generating business.

ARTICLE IV.

Capital Stock

The total authorized capital stock of the corporation shall be 200,000, all of which shall be common stock without nominal or par value.

ARTICLE V.

Preemptive Rights

The shareholders of this corporation shall have the first right to purchase unissued or treasury shares in proportion to their share ownership. This preemptive right shall apply to shares issued to directors, officers or employees unless the issuance is pursuant to an employment plan authorized by a vote of sixty-five or more percent of the shares entitled to vote thereon. Likewise, this preemptive right shall apply to shares to be issued for consideration other than cash.

ARTICLE VI.

Initial Registered Office and Agent

The initial registered office of the corporation is: 750 Terrace Drive, Idaho Falls, Idaho 83401. The name of the initial registered agent at that office is Robert V. Olson.

ARTICLE VII.

Board of Directors

The following named persons shall constitute the members of the original Board of Directors of the Corporation, and shall serve as such directors until the first annual meeting of the shareholders or until their successors are elected and shall qualify:

<u>Name</u>	<u>Address</u>
Robert V. Olson	750 Terrace Drive, Idaho Falls, Idaho 83401
George L. Smith	Route #4 Box 475 Idaho Falls, Idaho 83402

ARTICLE VIII.
Incorporators


The names and addresses of the incorporators are:

<u>Name</u>	<u>Address</u>
Robert V. Olson	750 Terrace Drive Idaho Falls, Idaho 83401
George L. Smith	Route #4 Box 475 Idaho Falls, Idaho 83402

IN WITNESS WHEREOF we have hereunto set our hands this 10
day of April, 1985.



Robert V. Olson

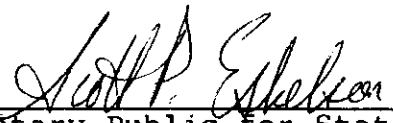


George L. Smith

STATE OF IDAHO)
) ss.
County of Bonneville)

On this 11 day of April, 1985, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared Robert V. Olson and George L. Smith, known to me to be the persons whose name are subscribed to the foregoing instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



Notary Public for State of Idaho
Residing at Idaho Falls
My Commission Expires: 10-25-87

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