



CERTIFICATE OF INCORPORATION
OF

AMERICAN ELECTRICAL ENERGY COMPANY

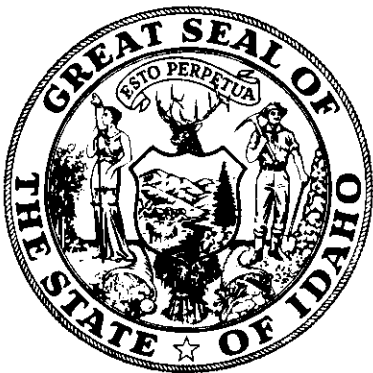
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

AMERICAN ELECTRICAL ENERGY COMPANY

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 June 11, 19 80.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION

OF

AMERICAN ELECTRICAL ENERGY COMPANY

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

FIRST: The name of the corporation is AMERICAN ELECTRICAL ENERGY COMPANY

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are: the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 5,000 with a par value of \$1.00 per share.

FIFTH: There are no provisions denying preemptive rights.

SIXTH: The address of the initial registered office of the corporation is 3905 Airbase Road, Mountain Home, Idaho, and the name of its initial registered agent at such address is Arthur E. Griswold.

SEVENTH: The number of directors constituting the initial board of directors of the corporation is five (5), and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Patricia Lynn	230 Dutton Drive, Mountain Home, Idaho
Denise M. Kluberdanz	4310 North Mtn. Village Mtn. Home A.F.B., Idaho
Wesley M. Burno	P. O. Box 539, Mountain Home, Idaho
Patricia Lynn Reynolds	1045 E 17th North, Mountain Home, Idaho
Elizabeth-Anne Heinzen	403 West 4th North, Mountain Home, Idaho

EIGHTH: The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Patricia Lynn	230 Dutton Drive, Mountain Home, Idaho
Denise m. Kluberdanz	4310 North Mtn. Village Mtn. Home A.F.B., Idaho
Wesley M. Burno	P. O. Box 539, Mountain Home, Idaho
Patricia Lynn Reynolds	1045 E 17th North mountain Home, Idaho
Elizabeth-Anne Heinzen	403 West 4th North, Mountain Home, Idaho

DATED This 6 day of June, 1980.

Patricia Lynn
PATRICIA LYNN

Denise M. Kluberdanz
DENISE M. KLUBERDANZ

Patricia Lynn Reynolds
PATRICIA LYNN REYNOLDS

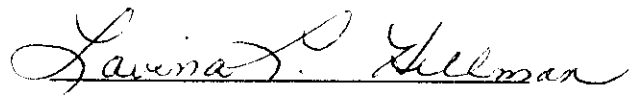
Wesley M. Burno
WESLEY M. BURNO

Elizabeth-Anne Heinzen
ELIZABETH-ANNE HEINZEN

STATE OF IDAHO)
) ss.
County of Elmore)

On this 6 day of June, 1980, before me, the undersigned, a Notary Public in and for said State, personally appeared PATRICIA LYNN, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that she 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.

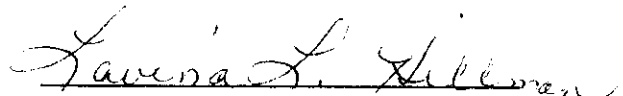


Notary Public for Idaho
Residing at:
My Commission Expires:

STATE OF IDAHO)
) ss.
County of Elmore)

On this 6 day of June, 1980, before me, the undersigned, a Notary Public in nd for said State, personally appeared DENISE M. KLUBERDANZ, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that she 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.

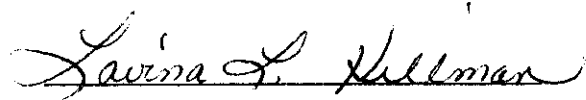


Notary Public for Idaho
Residing at:
My Commission Expires:

STATE OF IDAHO)
) ss.
County of Elmore)

On this 6th day of June, 1980, before me, the undersigned, a Notary Public in and for said State, personally appeared WESLEY M. BURNO, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he 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.

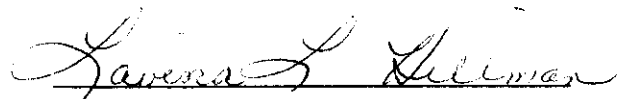


Notary Public for Idaho
Residing at:
My Commission Expires:

STATE OF IDAHO)
) ss.
County of Elmore)

On this 6th day of June, 1980, before me, the undersigned, a Notary Public in and for said State, personally appeared PATRICIA LYNN REYNOLDS, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that she 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 Idaho
Residing at:
My Commission Expires:

STATE OF IDAHO)
) ss.
County of Elmore)

On this 6th day of June, 1980, before me, the undersigned, a Notary Public in and for said State, personally appeared ELIZABETH-ANNE HEINZEN, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that she 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.

Lavina L. Allman
Notary Public for Idaho
Residing at: Mountain Home, Idaho
My Commission Expires: 6-20-83