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STATE  
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ARTICLES OF INCORPORATION  
OF  
KOOTENAI ELECTRIC TRUST, INC.

The corporation is formed by the incorporator, Kootenai Electric Cooperative, Inc., pursuant to the provisions of the Idaho Nonprofit Corporation Act with the following as its Articles of Incorporation:

I.

The name of the corporation is Kootenai Electric Trust, Inc.

II.

The purpose of the corporation is to accumulate and distribute funds for charitable purposes for the benefit of persons within those counties which are located in whole or in part within the service territory of Kootenai Electric Cooperative, Inc. A person receiving a benefit from the corporation need not be a member of Kootenai Electric Cooperative, Inc. Upon termination of the corporation, any funds remaining, after the payment of just debts and expenses shall be distributed only for charitable purposes.

III.

The names and addresses of the individuals who are to serve as the initial directors are:

<u>Name</u>	<u>Address</u>
Don Soltman	5421 W. Fairway Ln., #12 Rathdrum, ID 83858
Bill Boekel	1180 W. Boekel Rd. Rathdrum, ID 83858
Rodney Shriner	22538 W. Hwy 95 Coeur d'Alene, ID 83814
Paulina Freeburg	PO Box 212 Plummer, ID 83851
Fred Muhs	54493 S. Hwy 97 St. Maries, ID 83861-3366
John Little	2645 W. Tours Dr. Coeur d'Alene, ID 83815
Pam Thompson	6845 Cougar Gulch Rd. Coeur d'Alene, ID 83814

IDAHO SECRETARY OF STATE  
09/18/2002 05:00  
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IV.

The name of the initial registered agent and the street address of the corporation's initial registered office is Kootenai Electric Cooperative, Inc., 2451 W. Dakota Avenue, Hayden Lake, Idaho 83835.

V.

The name and address of the incorporator of the corporation is Kootenai Electric Cooperative, Inc., 2451 West Dakota Avenue, Hayden Lake, Idaho 83835.

VI.

The corporation shall have no members.

VII.

The affairs of the corporation shall be managed and regulated by a Board of Directors. The number of directors and their terms of office shall be set forth in the corporation's bylaws.

VIII.

The Board of Directors shall adopt the initial bylaws for the corporation. The bylaws of the corporation may thereafter be amended only with the approval of Kootenai Electric Cooperative, Inc.

IX.

These articles of incorporation may be amended by the corporation's Board of Directors provided that Kootenai Electric Cooperative, Inc. approves such amendment.

DATED this 30 day of AUGUST, 2002.

KOOTENAI ELECTRIC COOPERATIVE, INC.

BY:

E. M. K. K. K.  
PRESIDENT

ATTEST:

Anna L. Beckel  
SECRETARY