



TO ALL TO WHOM THESE PRESENTS SHALL COME

I,

EARL COE

Secretary of State of the

State of Washington and custodian of the Seal of said State, do hereby

certify that the annexed is a true and correct copy of the Amended Articles of Incorporation of THE WASHINGTON WATER POWER COMPANY, as received and filed in this office on July 24, 1952; and I further certify that the above named corporation is in good standing with all annual license fees paid to the end of the fiscal year, June 30, 1953.

*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 24th day of July A.D. 1952*

Secretary of State

By

Ray J. Roman
Assistant Secretary of State

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION

APPROVED
AND FILED

OF

THE WASHINGTON WATER POWER COMPANY

JUL 24 1952

EARL COE
SECRETARY OF STATE

BY 
Assistant Secretary of State

**

THIS IS TO CERTIFY that at a special meeting of the shareholders of THE WASHINGTON WATER POWER COMPANY, a corporation, duly called and held on the 23rd day of July, 1952, at 2 P.M. Pacific standard time, at which all of the shareholders entitled to vote thereat were present and all outstanding stock having voting power was represented, the hereinafter stated Amendment to the Articles of Incorporation was unanimously adopted:

"RESOLVED THAT: The Articles of Incorporation of the Corporation be and the same hereby are amended by striking out all of the present Articles THIRD, FIFTH and SEVENTH and substituting in lieu thereof new Articles THIRD, FIFTH and SEVENTH which shall be and read as follows:

"THIRD: The amount of the total authorized capital stock of the Corporation shall consist of:

1. 5,000,000 shares of Common Stock without nominal or par value;

2. 131,247 shares without nominal or par value of \$6 Preferred Stock, which shall have the preferences, rights and privileges hereinafter provided.

The amount of capital with which the Corporation will begin to carry on business hereunder shall be FIVE MILLION FIVE HUNDRED DOLLARS (\$5,000,500).

The holders of \$6 Preferred Stock shall be entitled to receive dividends, when and as declared by the Board of Directors, out of the surplus or profits of the Corporation, at the rate of \$6 per share per annum and no more, payable on such dates as the Board of Directors may from time to time determine. Such dividends shall be cumulative from and after the date of issue of such \$6 Preferred Stock unless the Corporation shall have then established regular dividend periods with respect to its said \$6 Preferred Stock in which event such dividends

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2 shall be cumulative from the first day of the
3 current dividend period within which such stock shall
4 have been originally issued, so that if dividends at
5 the rate of \$6 per share per annum for all past
6 dividend periods shall not have been paid on the out-
7 standing \$6 Preferred Stock or declared and funds set
8 apart therefor and the dividends at said rate for the
9 then current dividend period shall not have been paid
10 or declared and funds set apart therefor, the deficiency
11 shall be fully paid or declared and funds set apart
12 therefor at said rate before any dividends shall be paid
13 upon or set apart for the Common Stock. Dividends may
14 be paid upon the Common Stock only when dividends at the
15 rate of \$6 per share per annum upon the outstanding \$6
16 Preferred Stock for all past dividend periods and for the
17 current dividend period shall have been paid in full or
18 declared and funds set apart therefor, but whenever
19 there shall have been paid or funds shall have been set
20 aside for the payment of all such dividends upon the \$6
21 Preferred Stock as aforesaid, then dividends upon the
22 Common Stock may be declared payable then or thereafter
23 out of any surplus or profits then remaining. The
24 holders of the \$6 Preferred Stock shall not receive any
25 dividends thereon other than the aforesaid dividends
26 at the rate of \$6 per share per annum.

27 In the event of any liquidation, dissolution or
28 winding up of the affairs of the Corporation or any
29 distribution of its capital, whether voluntary or
30 involuntary, before any distribution shall be made to
31 the holders of the Common Stock, each holder of the \$6
32 Preferred Stock shall be entitled to be paid on each
share of such stock held by him the sum of \$100 plus
the amount, if any, by which \$6 per annum from the date
after which dividends on said share became cumulative to
the date of such distribution exceeds the dividends
actually paid thereon. After such payment, or the
setting aside of funds for such payment, to the holders
of the \$6 Preferred Stock, the remaining assets and
funds of the Corporation (subject to the rights of any
class of stock hereafter authorized) shall be divided
and distributed among the holders of the Common Stock
alone according to their respective shares.

Except for those purposes only for which the right
to vote is herein elsewhere expressly given to the
holders of \$6 Preferred Stock, the \$6 Preferred Stock
shall not entitle any holder thereof to vote at any
meeting of stockholders or election of the Corporation
or otherwise to participate in any action taken by the
Corporation or the stockholders thereof. Upon the
vote of a majority of the total number of shares of the
issued and outstanding Common Stock at any annual meeting
or at any special meeting called for that purpose, the
denial of voting rights as in this paragraph contained
may be removed with respect to the \$6 Preferred Stock.
Thereafter each holder of record of the \$6 Preferred
Stock shall be entitled to one vote for each share of
such stock held by him.

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2 Each holder of record of Common Stock shall be
3 entitled to vote. At every meeting of stockholders,
4 each holder of stock entitled to vote thereat shall be
5 entitled to one vote for each share of such stock held
6 by him and recorded in his name on the record date for
7 such meeting, and may vote and otherwise act in person
8 or by proxy, provided, however, that in elections for
9 directors there shall be cumulative voting so that each
10 such stockholder, in person or by proxy, shall have as
11 many votes as shall equal the number of shares of such
12 stock recorded in his name as set forth above multiplied
13 by the number of directors to be elected, and such stock-
14 holder may cast all such votes for one candidate or
15 distribute such votes among such candidates as he shall
16 desire.

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18 Upon the written consent, or upon the affirmative
19 vote at any annual meeting or at any special meeting
20 called for that purpose, of the holders of record of a
21 majority of the shares of the issued and outstanding
22 Common Stock, the \$6 Preferred Stock may be redeemed in
23 whole or in part at any time at One hundred and ten
24 dollars (\$110) for each share of the \$6 Preferred Stock
25 redeemed, plus the amount, if any, by which Six Dollars
26 (\$6) per annum upon such share from the date after which
27 dividends thereon became cumulative to the date of
28 redemption exceeds the dividends actually paid thereon
29 or declared and set apart for payment thereon from such
30 date to the date of redemption. If, pursuant to said
31 written consent or affirmative vote of the Common Stock,
32 less than all of the shares of the \$6 Preferred Stock are
to be redeemed, the shares of the \$6 Preferred Stock to be
redeemed shall be selected in such manner as the Board of
Directors or the Executive Committee shall determine.
The Board of Directors by the vote or consent of two-
thirds of all the members thereof shall have the power to
select for redemption any particular share or shares of
the \$6 Preferred Stock to be redeemed, designating the
share or shares of said \$6 Preferred Stock so selected
by the number or numbers appearing on the then outstanding
certificate or certificates representing the shares so
selected. Notice of the intention of the Corporation to
redeem shares of the \$6 Preferred Stock, or any thereof,
and of the date and place of redemption shall be mailed
not less than thirty (30) days before the date of redemp-
tion to each holder of record of the shares to be redeemed
at his last known postoffice address as shown by the
records of the Corporation. At any time after such notice
has been mailed as aforesaid, the Corporation may deposit
the aggregate redemption Price (or the portion thereof not
already paid in the redemption of shares so to be redeemed)
with any bank or trust company in the State of Washington,
having a capital and surplus of not less than \$1,000,000,
named in such notice, payable in the amounts aforesaid to
the respective orders of the record holders of the shares
so to be redeemed, on endorsement, if required, and sur-
render of their certificates, and from and after the making
of such deposit said holders shall cease to be stockholders
with respect to said shares and shall have no interest in
or claim against the Corporation with respect to said

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2 shares, but shall be entitled only to receive said
3 moneys from said bank or trust company without interest.
4 The Corporation shall be entitled to receive from any
5 such bank or trust company the interest, if any, allowed
6 by such bank or trust company on any moneys deposited as
7 in this paragraph provided, and the holders of any
8 shares so redeemed shall have no claim to any such
9 interest. Any money so deposited and remaining unclaimed
10 at the end of six (6) years from the date fixed for
11 redemption shall, if thereafter requested by resolution
12 of the Board of Directors, be repaid to the Corporation,
13 and in the event of such repayment to the Corporation such
14 holders of record of the shares so redeemed, as shall
15 not have made claim against such moneys prior to such
16 repayment to the Corporation, shall be deemed to be
17 unsecured creditors of the Corporation for an amount
18 equivalent to the amount deposited as above stated for the
19 redemption of such shares and so repaid to the Corporation
20 but shall in no event be entitled to any interest.

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22 Upon the written consent, or upon the affirmative
23 vote given at a meeting of the holders of the Common Stock
24 called and held as provided by the By-Laws, of the holders
25 of record of a majority of the shares of the Common Stock
26 outstanding, the Board of Directors of the Corporation, in
27 addition to the power conferred by the preceding paragraph
28 hereof, may at any time authorize the conversion of any
29 of the outstanding Preferred Stock of any class with the
30 consent of the holder thereof into any other class of
31 Preferred Stock then authorized but unissued, and may fix
32 the terms and conditions upon which such conversion shall
be made, all upon compliance with any statute which may
govern such conversion.

A consolidation, merger or amalgamation of the
Corporation with or into any other corporation or corpora-
tions shall not be deemed a distribution of assets of the
Corporation within the meaning of any provisions of these
Articles of Incorporation.

Upon the vote of a majority of all of the directors
of the Corporation and of the holders of record of two-
thirds of the total number of shares of the Corporation
then issued and outstanding and entitled to vote (or, if
the vote of a larger number or different proportion of
shares is required by the laws of the State of Washington,
notwithstanding the above agreement of the stockholders
of the Corporation to the contrary, then upon the vote
of the holders of record of the larger number or different
proportion of shares so required) the Corporation may
from time to time create or authorize one or more other
classes of stock with such preferences, designations,
rights, privileges, powers, restrictions, limitations and
qualifications as may be determined by said vote, which
may be the same or different from the preferences, desig-
nations, rights, privileges, powers, restrictions,
limitations and qualifications of the classes of stock of
the Corporation then authorized and/or the Corporation may
increase or decrease the number of shares of one or more
of the classes of stock then authorized, provided, however,

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3 that no new class of stock shall hereafter be created
4 which is entitled to dividends or shares in distribution
5 of assets in priority to the \$6 Preferred Stock unless
6 the stockholders voting for the creation of such new
7 class of stock shall include the holders of record of
8 not less than two-thirds of the number of shares of the
9 \$6 Preferred Stock then outstanding, or unless the holders
10 of record of not less than two-thirds of the number of
11 shares of the \$6 Preferred Stock then outstanding shall
12 consent thereto in writing. Any such vote authorizing
13 the creation of a new class of stock may provide that all
14 moneys payable by the Corporation with respect to any
15 class of stock thereby authorized shall or may be paid in
16 the money of any foreign country named therein or design-
17 ated by the Board of Directors pursuant to authority
18 therein granted at a fixed rate of exchange with the money
19 of the United States of America therein stated or provided
20 for, and all such payments shall be made accordingly. Any
21 such vote may authorize any shares of any class then
22 authorized but unissued to be issued as shares of such
23 new class or classes.

24 All stock of the Corporation without nominal or par
25 value whether authorized herein or upon subsequent
26 increases of capital stock or pursuant to any amendment
27 hereof may be issued, sold and disposed of by the Corpora-
28 tion from time to time for such consideration in labor,
29 services, money or property as may be fixed from time to
30 time by the Board of Directors and authority to the Board
31 of Directors so to fix such consideration is hereby
32 granted by the stockholders. The consideration received
by the Corporation from the issuance and sale of new or
additional shares of Capital Stock without par value shall
be entered in the capital stock account.

20 No holder of any stock of the Corporation shall be
21 entitled as of right to purchase or subscribe for any part
22 of any stock of the Corporation authorized herein or of
23 any additional stock of any class to be issued by reason
24 of any increase of the authorized capital stock of the
25 Corporation or of any bonds, certificates of indebtedness,
26 debentures or other securities convertible into stock of
27 the Corporation but any stock authorized herein or any
28 such additional authorized issue of any stock or of
29 securities convertible into stock may be issued and
30 disposed of by the Board of Directors to such persons,
31 firms, corporations or associations upon such terms and
32 conditions as the Board of Directors in their discretion
may determine without offering any thereof on the same
terms or any terms to the stockholders then of record or
to any class of stockholders; provided, however, that if
the Board of Directors shall determine to offer any new
or additional shares of common stock or any securities
convertible into such stock, for money, other than by a
public offering of all of such shares, or an offering
of all of such shares to or through underwriters or
investment bankers who shall have agreed promptly to
make a public offering of such shares, the same shall
first be offered pro rata to the holders of the then

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2 outstanding shares of Common Stock of the Corporation
3 upon terms not less favorable to them than the terms on
4 which the Board of Directors authorizes the issue and
5 disposal of such Common Stock or securities to other
6 than such holders of the Common Stock of the Corporation,
7 provided that reasonable underwriting compensation may
8 be paid for the underwriting of any such issue of such
9 stock; and provided, further, that the time within which
10 such preemptive rights shall be exercised may be limited
11 by the Board of Directors to such time as may seem proper
12 to said Board, not less, however, than twenty days after
13 mailing of notice to such holders that such stock rights
14 are available and may be exercised by them.

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16 "FIFTH: The number of directors of the Corporation
17 shall be nine. The directors shall be elected annually,
18 by ballot, by the holders of stock entitled to vote for
19 the election of directors, to hold office for one year
20 and until their successors are elected and qualified;
21 provided, however, that not more than two of such nine
22 directors shall at any time be persons who are then, or
23 who have formerly been, officers or employees of or counsel
24 for the Corporation.

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26 "SEVENTH: For the management of the property and the
27 regulation of the affairs of the Corporation, provision
28 is made as follows:

29 The corporate powers shall be exercised by the Board
30 of Directors, except as otherwise provided by statute or
31 by these Articles of Incorporation. By-Laws may be made
32 by the Board of Directors, except as otherwise provided
33 by law, and may be altered in such manner as may be therein
34 provided. The Board of Directors shall have power to
35 authorize the payment of compensation to the directors for
36 services to the Corporation, including fees for attendance
37 at meetings of the Board of Directors and other meetings,
38 and to determine the amount of such compensation and fees.

39 An Executive Committee may be appointed by and from
40 the Board of Directors in such manner and subject to such
41 regulations as may be provided in the By-Laws, which
42 committee shall have and may exercise, when the Board is
43 not in session, all the powers of said Board which may
44 be lawfully delegated subject to such limitations as may
45 be provided in the By-Laws or by resolutions of the Board.
46 The fact that the Executive Committee has acted shall be
47 conclusive evidence that the Board was not in session at
48 the time of such action.

49 A director of the Corporation shall not be disqualified
50 by his office from dealing or contracting with this
51 Corporation either as a vendor, purchaser or otherwise,
52 nor shall any transaction or contract of the Corporation
53 be void or voidable by reason of the fact that any director,
54 or any firm of which any director is a member, or any cor-
55 poration of which any director is a shareholder or director,
56 is in any way interested in such transaction or contract,

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3 provided that such transaction or contract is or shall
4 be authorized, ratified, or approved, either (1) by vote
5 of a majority of a quorum of the Board of Directors or
6 of the Executive Committee without counting in such
7 majority or quorum any director so interested, or a member
8 of a firm so interested, or a stockholder or director of
9 a corporation so interested; or (2) by the written consent
10 or by vote at a stockholders' meeting of the holders of
11 record of a majority in number of all the outstanding
12 shares of capital stock of the Corporation entitled to
13 vote; nor shall any director be liable to account to the
14 Corporation for any profits realized by and from or through
15 any such transaction or contract of the Corporation author-
16 ized, ratified, or approved as aforesaid by reason of the
17 fact that he, or any firm of which he is a member, or any
18 corporation of which he is a shareholder or a director,
19 was interested in such transaction or contract. Nothing
20 herein contained shall create any liability in the events
21 above described or prevent the authorization, ratification
22 or approval of such transaction or contract in any other
23 manner approved by law.

24
25 Stockholders shall have no rights, except as conferred
26 by statute or by the By-Laws, to inspect any book, paper
27 or account of the Corporation.

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29 Any property of the Corporation not essential to the
30 conduct of its corporate business may be sold, leased,
31 exchanged, or otherwise disposed of, by authority of its
32 Board of Directors and the Corporation may sell, lease,
exchange or otherwise dispose of, all of its property and
franchises, or any of its property, franchises, corporate
rights, or privileges, essential to the conduct of its
corporate business and purposes upon the consent of and
for such consideration and upon such terms as may be
authorized by a majority of all of the directors and the
holders of two-thirds of the issued and outstanding shares
of the Corporation having voting power (or, if the consent
or vote of a larger number or different proportion of the
directors and/or shares is required by the laws of the
State of Washington, notwithstanding the above agreement
of the stockholders of the Corporation to the contrary,
then upon the consent or vote of the larger number or
different proportion of the directors and/or shares so
required) expressed in writing, or by vote at a meeting
of holders of the shares of the Corporation having voting
power duly held as provided by law, or in the manner pro-
vided by the By-Laws of the Corporation, if not inconsistent
therewith.

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34 Upon the affirmative vote of the holders of two-thirds
35 of the issued and outstanding shares of the Corporation
36 having voting power given at a meeting of the holders of
37 the shares of the Corporation having voting power duly
38 called for that purpose or when authorized by the written
39 consent of the holders of two-thirds of the issued and
40 outstanding shares of the Corporation having voting power
41 and upon the vote of a majority of the Board of Directors,
42 all of the property, franchises, rights and assets of the

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2 Corporation may be sold, conveyed, assigned and trans-
3 ferred as an entirety to a new company to be organized
4 under the laws of the United States, the State of
5 Washington or any other state of the United States, for
6 the purpose of so taking over all the property, franchises,
7 rights and assets of the Corporation, with the same or a
8 different authorized number of shares of stock and with
9 the same preferences, voting powers, restrictions and
10 qualifications thereof as may then attach to the classes
11 of stock of the Corporation then outstanding so far as
12 the same shall be consistent with such laws of the United
13 States or of Washington or of such other state (provided
14 that the whole or any part of such stock or of any class
15 thereof may be stock with or without a nominal or par value),
16 the consideration for such sale and conveyance to be the
17 assumption by such new company of all of the then outstand-
18 ing liabilities of the Corporation and the issuance and
19 delivery by the new company of shares of stock (any or all
20 thereof either with or without nominal or par value) of such
21 new company of the several classes into which the stock
22 of the Corporation is then divided equal in number to the
23 number of shares of stock of the Corporation of said several
24 classes then outstanding. In the event of such sale, each
25 holder of stock of the Corporation agrees so far as he may
26 be permitted by the laws of Washington forthwith to surrender
27 for cancellation his certificate or certificates for stock
28 of the Corporation and to receive and accept in exchange
29 therefor, as his full and final distributive share of the
30 proceeds of such sale and conveyance and of the assets of
31 the Corporation, a number of shares of the stock of the
32 new company of the class corresponding to the class of the
shares surrendered equal in number to the shares of stock
of the Corporation so surrendered, and in such event no
holder of any of the stock of the Corporation shall have any
rights or interests in or against the Corporation, except
the right upon surrender of his certificate as aforesaid
properly endorsed, to receive from the Corporation certifi-
cates for such shares of said new company as herein provided.
Such new company may have all or any of the powers of the
Corporation and the certificate of incorporation and by-laws
of such new company may contain all or any of the provisions
contained in the Articles of Incorporation and By-Laws of the
Corporation.

Upon the written assent, in person or by proxy, or
pursuant to the affirmative vote, in person or by proxy, of
the holders of a majority in number of the shares then
outstanding and entitled to vote (or, if the assent or
vote of a larger number or different proportion of shares
is required by the laws of the State of Washington notwith-
standing the above agreement of the stockholders of the
Corporation to the contrary, then upon the assent or vote
of the larger number or different proportion of the shares
so required) (1) any or every statute of the State of
Washington hereafter enacted, whereby the rights, powers
or privileges of the Corporation are or may be increased,
diminished, or in any way affected, or whereby the rights,
powers or privileges of the stockholders of corporations
organized under the law under which the Corporation is

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2 organized are increased, diminished or in any way
3 affected or whereby effect is given to the action taken
4 by any part less than all of the stockholders of any such
5 corporation shall, notwithstanding any provision which
6 may at the time be contained in these Articles of Incorporation or any law, apply to the Corporation, and shall
7 be binding not only upon the Corporation but upon every
8 stockholder thereof, to the same extent as if such statute
9 had been in force at the date of the making and filing
10 of these Articles of Incorporation and/or (2) amendments
11 to said Articles authorized at the time of the making of
12 such amendments by the laws of the State of Washington may
13 be made; provided, however, that (a) the provisions of
14 Article THIRD hereof limiting the preemptive rights of
15 stockholders, requiring cumulative voting in the election of
16 directors and regarding entry in the capital stock account
17 of consideration received upon the sale of shares of capital
18 stock without nominal or par value and all of the provisions
19 of Article FIFTH hereof shall not be altered, amended,
20 repealed, waived or changed in any way unless the holders
21 of record of at least two-thirds of the number of shares
22 entitled to vote then outstanding shall consent thereto in
23 writing or affirmatively vote therefor in person or by proxy
24 at a meeting of stockholders at which such change is duly
25 considered, except that, from and after October 1, 1953,
26 the written consent or affirmative vote of the holders of a
27 majority of the outstanding shares entitled to vote shall
28 be sufficient to change the proviso of Article FIFTH which
29 limits to two the number of directors who at any one time
30 may be then or former officers or employees of or counsel
31 for the Corporation; (b) the amounts which the holders of
32 outstanding \$6 Preferred Stock are entitled to receive as
dividends or in distribution of assets in preference to
the holders of the Common Stock, all as set forth in Article
THIRD hereof, shall not be decreased unless the holders of
at least 90% of the then outstanding \$6 Preferred Stock
consent in writing to or vote for such decrease; and (c) the
percentage of the shares of outstanding \$6 Preferred Stock
required in Article THIRD hereof to consent to the creation
of any new class of stock entitled to dividends or shares
in distribution of assets in priority to the \$6 Preferred
Stock, shall not be reduced unless the stockholders con-
senting in writing to, or voting for, said reduction, shall
include, in the case of a written consent, the holders of
at least two-thirds of all the shares of the then outstanding
\$6 Preferred Stock, or in the case of a vote, the holders
of not less than two-thirds of the number of shares of the
\$6 Preferred Stock voted at the meeting at which said vote
is cast."

28 IT IS THEREFORE CERTIFIED that the Articles of Incorporation
29 of said Corporation be and they are hereby amended to the extent
30 that Articles THIRD, FIFTH, and SEVENTH read as above stated.
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2 IT IS CERTIFIED FURTHER that the amendment of Article
3 THIRD eliminates the \$6.50 Preferred Stock of the par value of
4 \$100 per share of which there were 351 shares authorized and
5 none outstanding, so that the total number of shares of stock
6 the Corporation will henceforth be authorized to have is
7 5,000,000 shares of Common Stock without nominal or par value
8 and 131,247 shares without nominal or par value of \$6.00 Preferred
9 Stock; that at the 30th day of June, 1952, the latest available
10 date, the Corporation's financial condition showed an earned
11 surplus of Ten Million One Hundred Eighteen Thousand One Hundred
12 Nineteen and 89/100 Dollars (\$10,118,119.89), and that after
13 giving effect to the elimination of the said \$6.50 Preferred
14 Stock, the fair value of the Corporation's assets will still
15 exceed the total amounts of its debts and liabilities, plus the
16 amount of the capital stock so reduced, by \$10,118,119.89.

17 AND IT IS FURTHER CERTIFIED that at said meeting, at the
18 written request and on the affirmative vote therefor of American
19 Power & Light Company, the sole holder and owner of all of the
20 2,541,800 shares of Common Stock without nominal or par value
21 of the Corporation then outstanding, being all of the outstanding
22 shares having voting power, it was authorized and directed that
23 the said 2,541,800 shares, having an aggregate stated value of
24 \$25,418,000, be changed into 2,342,411 shares without changing
25 the total authorization for 5,000,000 shares of such Common
26 Stock, said 2,342,411 shares thereupon to constitute all of
27 the outstanding shares of such Common Stock and to have the
28 same aggregate stated value as the 2,541,800 shares previously
29 outstanding, and that the said 2,541,800 shares of Common Stock
30 without nominal or par value have been so changed into the said
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2 2,342,411 shares of Common Stock without nominal or par value
3 having an aggregate stated value of \$25,418,000, and canceled,
4 and the authorization of a total of 5,000,000 shares of Common
5 Stock without nominal or par value has not been changed.
6

7 THE WASHINGTON WATER POWER COMPANY
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9 By J. E. E. ROYER
Vice-President.

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11 (SEAL)

Attest: B. J. LINDSAY
Secretary.
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3 STATE OF WASHINGTON }
4 COUNTY OF SPOKANE } SS.

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6 J. E. E. ROYER and B. J. LINDSAY, being first duly sworn
7 on oath, depose and say: That they are respectively Vice-
8 President and Secretary of THE WASHINGTON WATER POWER COMPANY,
9 and that the above and foregoing Amendment and Certificate
10 thereto are true.

11
12 J. E. E. ROYER

Vice-President.

13
14 B. J. LINDSAY

Secretary.

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17 Subscribed and sworn to before me this 23 day of
18 July, 1952.

19
20 (SEAL)

21 ALAN G. PAINE

22 NOTARY PUBLIC for the State of
23 Washington, residing at Spokane,
24 Washington.
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