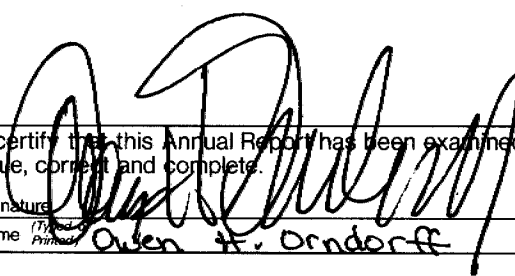


ISSUED: 07-05-1994

|                                                                                                                                                                      |                                                                                                                                                                      |                                                                                                       |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------|
| <b>No. 98740</b>                                                                                                                                                     | <b>Idaho Corporation Annual Report Form</b><br><i>Due No Later Than November 1, 1994</i>                                                                             | <b>2. Registered Agent and Office</b><br>OWEN H ORNDORFF<br>1087 W RIVER ST STE 230<br>BOISE ID 83702 |
| Return To<br><b>Secretary of State</b><br><b>Room 203, Statehouse</b><br><b>P.O. BOX 83720</b><br><b>Boise, ID 83720-0080</b><br>★ FIRST NOTICE ★<br>NO FEE REQUIRED | <b>1. Mailing Address —</b><br>BILLINGS GENERATION, INCORPORAT<br>TED DONEY<br><del>314 N LAST CHANCE GULCH</del><br>Power Block Bldg., Suite 300<br>HELENA MT 59601 | <b>3. Incorporated Under The Laws</b><br>of MT<br>NO: 98740                                           |

**4. Names and Addresses of Officers and Directors**

|            | <u>Name</u>         | <u>Street or P.O. Address</u> | <u>City</u> | <u>State</u> | <u>Zip</u> |
|------------|---------------------|-------------------------------|-------------|--------------|------------|
| President: | Owen H. Orndorff    | 1087 W. River St., Ste 230    | Boise       | ID           | 83702      |
| Secretary: | Jeffery L. Smith    | 1087 W. River St., Suite 230  | Boise       | ID           | 83702      |
| Directors: | Owen H. Orndorff    | 1087 W. River St., Suite 230  | Boise,      | ID           | 83702      |
|            | Jeffery L. Smith    | 1087 W. River St., Suite 230  | Boise       | ID           | 83702      |
|            | R. Lee Roberts      | 1087 W. River St., Suite 230  | Boise       | ID           | 83702      |
|            | James P. Sletteland | 1087 W. River St., Ste. 230   | Boise       | ID           | 83702      |

|                                                      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
|------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>5. Nature of Business</b><br>operate power plants | <b>6. I certify that this Annual Report has been examined by me and is to the best of my knowledge true, correct and complete.</b><br><div style="display: flex; justify-content: space-between; align-items: flex-end;"> <div style="width: 60%;"> <b>Signature</b><br/> <br/> <b>Name</b> Owen H. Orndorff                         </div> <div style="width: 35%; text-align: right;"> <b>Date</b> 7/22/94<br/> <b>Title</b> President                         </div> </div> |
|------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|