

SUPPLEMENT TO THE  
AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
TFH, A LIMITED PARTNERSHIP

RECEIVED  
SEC. OF STATE

88 FEB 4 AM 9 07

STATE OF IDAHO           )  
                              ) ss.  
County of Twin Falls    )

The original certificate of limited partnership was executed by the partners on February 14, 1983 and filed in the office of the Idaho Secretary of State on March 10, 1983. An Amended and Restated Certificate of Limited Partnership was filed in the office of the Idaho Secretary of State on January 7, 1988, to document assignments made by Gordon E. Beckstead, a limited partner. The undersigned now wish to supplement the Amended and Restated Certificate of Limited Partnership because it incorrectly named Donald A. Jensen as a limited partner, when it should have named Jensen Family Trust as a limited partner.

The undersigned, therefore, supplement the amended and restated certificate of limited partnership as required by the laws of the State of Idaho and certify as follows:

FIRST: The Name of the Partnership. The name of the partnership is TFH, a Limited Partnership.

SECOND: The Character of the Business. The character of the business is to acquire, own, operate, improve, lease and sell real and personal properties acquired by the partnership, to acquire rights to the use of unimproved land and water rights for the purpose of constructing hydroelectric generation facilities and selling the electricity produced, and to engage in any and all other lawful business activities permitted under the laws of the State of Idaho.

THIRD: Agent and Principal Place of Business. The agent of the limited partnership shall be David M. Cooper. His address and the address of the principal place of business of the partnership is:

155 Second Avenue North  
Twin Falls, Idaho 83301

FOURTH: General and Limited Partners. The name and place of residence of each general and limited partner are:

<u>Name</u>	<u>Type of Partner</u>	<u>Address</u>
Hyrock, Inc.	General	P.O. Box 394 Twin Falls, Idaho 83303-0394
Jensen Family Trust	Limited	P.O. Box 1295 Twin Falls, Idaho 83303-1295
Roy E. Raymond	Limited	Route No. 4, Canyon Rim Road Twin Falls, Idaho 83301
E. Renn Yorgason	Limited	10332 Dason Drive Boise, Idaho 83704
J. Ramon Yorgason	Limited	5000 Fifeshire Boise, Idaho 83704

William E. Toolson	Limited	2106 Hillcrest Drive Twin Falls, Idaho 83301
Thomas E. Toolson	Limited	2158 Portola Court Fairfield, California 94533
William E. Workman	Limited	Route No. 2 Filer, ID 83328
Austin L. Hall	Limited	Route No. 3, Skyline Drive Twin Falls, Idaho 83301
Rick C. Parks	Limited	2054 Concordia Way Twin Falls, Idaho 83301
Beckstead Family Investment Limited Partnership	Limited	1433 17th Street East, #300 Denver, CO 80202
Camille Beckstead Stockdale	Limited	4089 East 118th Avenue Thornton, CO 80233
David M. Cooper	Limited	P.O. Box 394 Twin Falls, Idaho 83303-0394
Robert A. Norman	Limited	P.O. Box 394 Twin Falls, Idaho 83303-0394

FIFTH: Term of the Partnership. The term of this limited partnership commenced upon the execution of the articles of limited partnership by the partners on February 14, 1983 and shall continue until dissolved or terminated as provided by the articles of limited partnership.

SIXTH: Value of Assets Originally Contributed.

(a) Donald A. Jensen	\$62,500
William E. Workman	31,250
Roy E. Raymond	31,250
Austin L. Hall	31,250
Rick C. Parks	31,250
E. Renn and J. Ramon Yorgason	15,625
William E. and Thomas E. Toolson	15,625
Gordon E. Beckstead, David M. Cooper and Robert A. Norman	31,250

(b) No other property has been contributed by the limited partners.

(c) The general partner did not contribute any property or cash to the partnership.

SEVENTH: Additional Contributions. No additional contributions have been agreed to be made by any limited partner.

EIGHTH: Return of Contribution. No time has been agreed upon when the contribution of each limited partner is to be returned.

NINTH: Allocation of Profits and Losses. The share of the profits, or the other compensation by way of income, which each partner shall receive by reason of his or her contribution, is:

<u>General Partner</u>	<u>Percentage Share of Partnership Profits</u>
Hyrock, Inc.	10.000%
<u>Limited Partners</u>	
Jensen Family Trust	22.500%
William E. Workman	11.250%
Roy E. Raymond	11.250%
Austin L. Hall	11.250%
Rick C. Parks	11.250%
E. Renn and J. Ramon Yorgason	5.625%
William E. and Thomas E. Toolson	5.625%
Becksteak Family Investment Limited Partnership	2.8125%
Camille Beckstead Stockdale	2.8125%
David M. Cooper	2.8125%
Robert A. Norman	2.8125%
	<u>100.0000%</u>

TENTH: Right of Substitution. Without the prior consent of the general partner, no limited partner may substitute an assignee as contributor in his or her place.

ELEVENTH: Admission of Additional Limited Partners. The general partner may admit one or more additional limited partners, which additional limited partners, unless donees of a part of the partnership interest of a general partner, shall be required, as a condition to being admitted as a limited partner, to contribute to the capital of the partnership such amount of cash or other marketable properties as may be necessary to avoid diluting the interests of the existing limited partners.

TWELFTH: Priority of Limited Partners. No right has been given to one or more of the limited partners to priority over other limited partners as to contributions, or as to compensation by way of income.

THIRTEENTH: Continuation of Business. Upon the death, adjudicated incapacity or retirement of the general partner, the remaining limited partners shall have the right to elect a new general partner and continue the partnership business or to wind up and liquidate the partnership.

FOURTEENTH: Return for Contribution. No limited partner has been given the right to demand and receive property other than cash in return for his or her contribution.

Dated January 26 1988.

HYROCK, INC., an Idaho corporation

By: Donald A. Jensen  
Donald A. Jensen, President

ATTEST:

Roy E. Raymond  
Roy E. Raymond, Secretary

"General Partner"

Jensen Family Trust

Roy E. Raymond

E. Renn Yorgason

J. Ramon Yorgason

Thomas E. Toolson

William E. Toolson

William E. Workman

Austin L. Hall

Rick C. Parks

Beckstead Family Investment Limited Partnership

Camille Beckstead Stockdale

David M. Cooper

Robert A. Norman

By: Hyrock, Inc., General Partner and Attorney  
In Fact

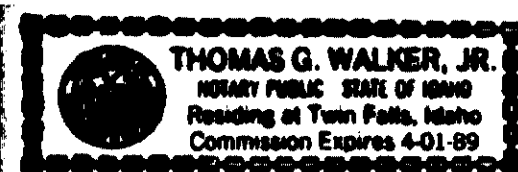
By: Donald A. Jensen  
Donald A. Jensen, President

"Limited Partners"

STATE OF IDAHO )  
 ) ss.  
County of Twin Falls )

On this 26th day of January, 1988, before me, the undersigned, a notary public in and for said county and state, personally appeared Donald A. Jensen and Roy E. Raymond, known to me to be the President and Secretary, respectively, of Hyrock, Inc., the corporation whose name is subscribed to the within instrument or the persons who executed the instrument on behalf of said corporation and acknowledged to me that such corporation executed the same.

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

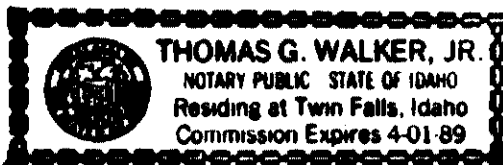


Thomas G. Walker, Jr.  
NOTARY PUBLIC FOR IDAHO  
Residing at Twin Falls, Idaho

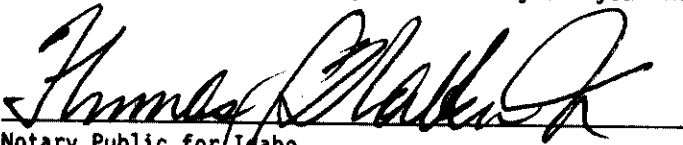
STATE OF IDAHO            )  
                                  ) ss.  
County of Twin Falls    )

On this 26th day of January, 1988, before me, the undersigned, a notary public in and for said county and state, personally appeared Donald A. Jensen, known to me to be the president of the corporation of Hyrock, Inc., and he is also known to me to be the person whose name is subscribed to the within instrument as the attorney in fact of Jensen Family Trust, Roy E. Raymond, E. Renn Yorgason, J. Ramon Yorgason, Thomas E. Toolson, William E. Toolson, William E. Workman, Austin L. Hall, Rick C. Parks, Beckstead Family Investment Limited Partnership, Camille Beckstead Stockdale, David M. Cooper and Robert A. Norman, and acknowledged to me that he subscribed each of the above-listed names thereto as principal, and his own name as attorney in fact.

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



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Notary Public for Idaho  
Residing at Twin Falls, Idaho