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FILED EFFECTIVE



**APPLICATION FOR
REGISTRATION OF FOREIGN
LIMITED LIABILITY COMPANY**

(Instructions on back of application)

2005 AUG 30 PM 2:17

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the limited liability company is:

THOMPSON RIVER CO-GEN LLC

2. If the name of the limited liability company is not permissible or is not available in Idaho, the name the foreign limited liability company will use in Idaho is:

THOMPSON RIVER CO-GEN LLC

3. The jurisdiction under whose laws the limited liability company is organized is: COLORADO
and the date of its formation was: 5/29/2001

4. The name and address of the registered agent in Idaho is:

Peter Richardson, Richardson & O'Leary, PLLC, 515 N 27th St, Boise, Idaho 83702

5. The address of the limited liability company's office in the jurisdiction under whose laws it is organized is:

1610 Wynkoop Street, Suite 100, Denver, CO 80202

6. The address of the limited liability company's principal office, if other than the address in #5 above, is:

N/A

7. The address to which correspondence should be addressed is:

Richardson & O'Leary, PLLC, 515 N 27th St, Boise, Idaho 83702

8. Signature of a manager, if any, or a member
if there are no managers.

Signature

Typed Name

L. Michael Underwood

Manager ☒ Member ☐

Secretary of State use only

0:30pm/08/30/2005 11:25 FAX
0:30pm/08/30/2005 11:25 FAX

Web Form

IDAHO SECRETARY OF STATE

08/29/2005 05:00

CK: 3102 CT: 185969 BH: 988763

1 @ 20.00 = 20.00 EXPEDITE C # 3

1 @ 100.00 = 100.00 REGFORGLLC # 4

W42398

OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

CERTIFICATE

I, William A. Hobbs, as the Deputy Secretary of State of the State of Colorado, hereby certify that, according to the records of this office,

THOMPSON RIVER CO-GEN LLC

is a
Limited Liability Company

formed or registered on 05/29/2001 under the law of Colorado, has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 20011107413 .

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 08/23/2005 that have been posted, and by documents delivered to this office electronically through 08/29/2005 @ 08:52:16 .

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Denver, Colorado on 08/29/2005 @ 08:52:16 pursuant to and in accordance with applicable law. This certificate is assigned Confirmation Number 6291740 .



William A. Hobbs

Deputy Secretary of State of the State of Colorado

*****End of Certificate*****

Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Certificate Confirmation Page of the Secretary of State's Web site, <http://www.sos.state.co.us/biz/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us>; click Business Center and select "Frequently Asked Questions."