



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

EDISON'S AMERICAN WEST, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: March 23, 1930



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Elizabeth M. Hakala*

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ARTICLES OF INCORPORATION OF

RECEIVED
SEC. OF STATE

EDISON'S AMERICAN WEST, INC. 90 MAR 28 AM 9 00

The undersigned, acting as the Incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

I.

The name of the corporation is Edison's American West, Inc.

II.

The period of its duration is perpetual.

III.

The purpose or purposes for which the corporation is organized are the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

IV.

The street and mailing addresses of the initial registered office of the corporation are c/o Hogue, Speck & Aanestad, P.A., 120 East Avenue, Ketchum, Idaho, and P. O. Box 987, Ketchum, Idaho, respectively, and the name of its initial registered agent at such addresses is Alan Edison.

V.

The aggregate number of shares which the corporation shall have authority to issue is 10,000 shares, all of which shall be common stock with a par value of \$1.00 per share, to be held, sold, and paid for at such time and in such manner as the Board of Directors may from time to time determine.

VI.

The number of directors constituting the initial Board of Directors of the corporation is one. The name and mailing addresses of the person who is to serve as director until the

first annual meeting of shareholders, or until his successor is elected and shall qualify, is:

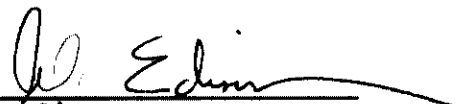
NAME	MAILING ADDRESS
Alan Edison	P.O. Box 3130 Ketchum, ID 83340

VII.

The name and mailing address of the Incorporator is:


NAME	MAILING ADDRESS
Alan Edison	P.O. Box 3130 Ketchum, ID 83340

DATED this 27th day of March, 1990.


Alan Edison

STATE OF IDAHO)
) ss.
County of Blaine)

I, Ruby Ming Becker, a notary public, do hereby certify that on this 27th day of March, 1990, personally appeared before me Alan Edison, who, being by me first duly sworn, declared that he is the Incorporator of Edison's American West, that he signed the foregoing document as Incorporator of the corporation, and that the statements therein contained are true.


Notary Public for Idaho
Residing at: Ketchum, Blaine County
Comm. Expires: 7/7/93

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