



Department of State.

**CERTIFICATE OF DISSOLUTION
OF**

POWER PRODUCTS INCORPORATED

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Dissolution of _____

POWER PRODUCTS INCORPORATED

duly signed and verified 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
Dissolution, and attach hereto a duplicate original of the Articles of Dissolution.

Dated March 18, 19 91.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

Mar 11 2 06 PM '91
SECRETARY OF STATE

ARTICLES OF DISSOLUTION
OF
POWER PRODUCTS INCORPORATED
An Idaho Corporation

Mar 10 9 42 AM '91
SECRETARY OF STATE

Pursuant to Idaho Code Section 30-1-92 providing for the execution of Articles of Dissolution, POWER PRODUCTS INCORPORATED hereby sets forth the following information:

- a) POWER PRODUCTS INCORPORATED is an Idaho corporation whose post-office address is P.O. Box 70, Boise, Idaho 83707.
- b) The names and addresses of the last officers and directors of POWER PRODUCTS INCORPORATED and their respective offices are as follows:

DIRECTORS

J.W. MARSHALL	1220 W. IDAHO, BOISE, IDAHO 83702
L.R. GUNNOE	1220 W. IDAHO, BOISE, IDAHO 83702
D.D. HAMMOND, JR.	1220 W. IDAHO, BOISE, IDAHO 83702
P.A. HARRINGTON	1220 W. IDAHO, BOISE, IDAHO 83702

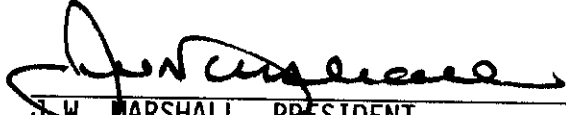
OFFICERS

J.W. MARSHALL	PRESIDENT	1220 W. IDAHO, BOISE, IDAHO 83702
L.R. GUNNOE	VICE PRESIDENT	1220 W. IDAHO, BOISE, IDAHO 83702
D.D. HAMMOND, JR.	TREASURER	1220 W. IDAHO, BOISE, IDAHO 83702
P.A. HARRINGTON	SECRETARY	1220 W. IDAHO, BOISE, IDAHO 83702

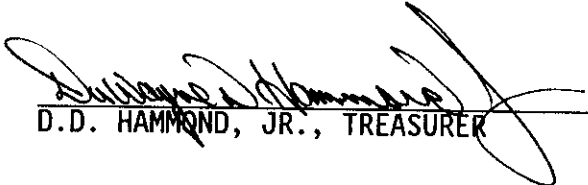
- c) POWER PRODUCTS INCORPORATED has no current creditors and thus is not required to issue a notice to creditors under Idaho Code Section 30-1-87.
- d) All debts, obligations and liabilities of POWER PRODUCTS INCORPORATED have been paid and discharged.
- e) All remaining property and assets of POWER PRODUCTS INCORPORATED have been distributed to J.W. Marshall, Chairman of the Board and Chief Executive Officer of Idaho Power Company, the sole shareholder of POWER PRODUCTS INCORPORATED.
- f) There are no suits pending against POWER PRODUCTS INCORPORATED in any court.

- g) The dissolution of POWER PRODUCTS INCORPORATED has received the written consent of J.W. Marshall, Chairman of the Board and Chief Executive Officer of Idaho Power Company, the sole shareholder of POWER PRODUCTS INCORPORATED.

DATED this 6TH day of March, 1991.


J.W. MARSHALL, PRESIDENT


L.R. GUNNOE, VICE PRESIDENT


D.D. HAMMOND, JR., TREASURER


P.A. HARRINGTON, SECRETARY

VERIFICATION

I, PATRICK A. HARRINGTON, Secretary of Power Products Incorporated, HEREBY CERTIFY that the persons named above are the duly elected and acting officers of Power Products Incorporated and that the signatures appearing above opposite their names are their signatures.

IN WITNESS WHEREOF, I have hereunto signed my name this 6th day of March, 1991.


P.A. HARRINGTON - SECRETARY

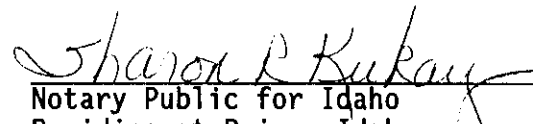
VERIFICATION

RECORDED
SECRETARY
91 MAR 18 AM 9 13

STATE OF IDAHO)
)ss
COUNTY OF ADA)

I, SHARON R. KUKAY, a notary public, do hereby certify that on this 14th day of March, 1991, personally appeared before me PATRICK A. HARRINGTON who, being by me first duly sworn, declared that he is the Secretary of POWER PRODUCTS, INC, that he signed the foregoing document as Secretary of the corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)


Notary Public for Idaho
Residing at Boise, Idaho
My commission expires: May 9, 1995