

State of Idaho

Department of State.

CERTIFICATE OF AUTHORITY OF

EAGLE ENERGY SYSTEMS, INC.

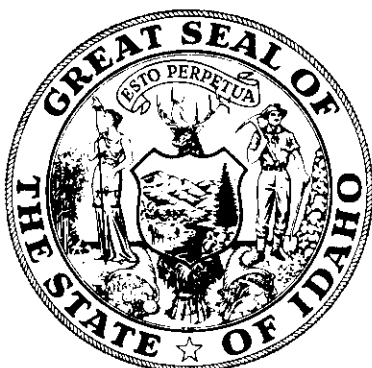
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **EAGLE ENERGY SYSTEMS, INC.**

_____ for a Certificate of Authority to transact business in this State, 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 Authority to **EAGLE ENERGY SYSTEMS, INC.**

to transact business in this State under the name **EAGLE ENERGY SYSTEMS, INC.**
_____ and attach hereto a duplicate original of the Application for such Certificate.

Dated November 18, 19 81.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is EAGLE ENERGY SYSTEMS, INC.
2. *The name which it shall use in Idaho is EAGLE ENERGY SYSTEMS, INC.
3. It is incorporated under the laws of Montana
4. The date of its incorporation is January 20, 1981 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is P. O. Box 3452, Missoula, Montana, 59806
6. The street address of its proposed registered office in Idaho is Route 4, P. O. Box 54, St. Maries, Idaho 83861, and the name of its proposed registered agent in Idaho at that address is Fred Guenther
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
To engage in or carry on the business of building, selling
and erecting electrical generation systems and do all other acts
8. The names and respective addresses of its directors and officers are: permitted by law.

Name	Office	Address
<u>Michael P. Gleason</u>	<u>President</u>	<u>N. 1322 Post St., Spokane, WA</u>
<u>Donald G. Carlson</u>	<u>Vice President</u>	<u>N. 1322 Post St., Spokane, WA</u>
<u>Steve Timmons</u>	<u>Secretary</u>	<u>P. O. Box 148, Lolo, MT</u>
<u>Steve Timmons</u>	<u>Treasurer</u>	<u>P. O. Box 148, Lolo, MT</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>50,000</u>	<u>Common</u>	<u>Shares are without par value</u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>23,250</u>	<u>Common</u>	<u>shares are without par value</u>

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated November 9, 19 81.

EAGLE ENERGY SYSTEMS, INC.

By [Signature]

Its _____ President

and [Signature]

Its _____ Secretary

STATE OF WASHINGTON)
)ss:
COUNTY OF SPOKANE)

I, SHERRY L. REYNOLDS, a notary public, do hereby certify that on this 9th day of November, 1981, personally appeared before me MICHAEL P. GLEASON, who being by me first duly sworn, declared that he is the President of EAGLE ENERGY SYSTEMS, INC.

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

[Signature]
Notary Public

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.



SECRETARY OF STATE
THE STATE OF MONTANA

JIM WALTERMIRE
SECRETARY OF STATE

CAPITOL BUILDING
HELENA, MONTANA 59620

CERTIFICATION

I hereby certify that the annexed is a true and complete copy of the
3 page document(s) on file in this office.

DATED: November 12, 1981

Jim Waltermire
SECRETARY OF STATE

By: *Florence Hersley* Deputy

Office of the Secretary of State



OF THE STATE OF MONTANA

CERTIFICATE OF INCORPORATION

I, JIM WALTERMIRE, Secretary of State of the State of Montana, do hereby certify that duplicate originals of Articles of Incorporation for the incorporation of

EAGLE ENERGY SYSTEMS, INC.

duly executed pursuant to the provisions of Section 35-1-201 Montana Code Annotated, have been received in my office and found to conform to law.


NOW, THEREFORE, I, JIM WALTERMIRE, as such Secretary of State, by virtue of the authority vested in me by law, hereby issue this Certificate of Incorporation to

EAGLE ENERGY SYSTEMS, INC.

and attach hereto a duplicate original of the Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Montana, at Helena, the Capital, this 20th

day of January A.D. 19 81


JIM WALTERMIRE
Secretary of State

STATE OF MONTANA
FILEDARTICLES OF INCORPORATION
OF
EAGLE ENERGY SYSTEMS, INC.

JAN 20 1981

JIM WALTERMIRE
SECRETARY OF STATE*Jim Waltermire*TV
Re 70.

We, the undersigned, all citizens of the United States, desiring to form a company for the purposes hereinafter set forth do hereby, pursuant to and in conformance with the laws of the State of Montana relating to business corporations, associate ourselves together and form a body corporate, and to that end we state and certify as follows:

ARTICLE I

The name of the corporation is EAGLE ENERGY SYSTEMS, INC.

ARTICLE II

The existence of this corporation shall be perpetual unless sooner terminated by operation of law or by voluntary termination.

ARTICLE III

The purpose or purposes for which the corporation is organized are:

- a. To engage in or carry on the business of building, selling, erecting electrical generation systems world wide.
- b. This corporation is organized for all lawful purposes permitted for business corporations under the laws of Montana, except for the purpose of banking or insurance.

ARTICLE IV

The capital stocks of this corporation shall consist of 50,000 shares of voting stock with non-par value. The directors are authorized from time to time to fix the consideration for which the stock will be issued.

ARTICLE V

The number constituting the initial Board of Directors shall be three (3) in number who are appointed to manage the affairs of said corporation for the first three months and are to serve until election and qualifications of their successors are as follows:

Raymond L. Prill

2612 Rattlesnake Road
Missoula, Montana 59801

James E. Gordon

140 Cohosset
Missoula, Montana 59801

Michael Gleason

339 Edith
Missoula, Montana 59801

The name and address of the incorporator is:

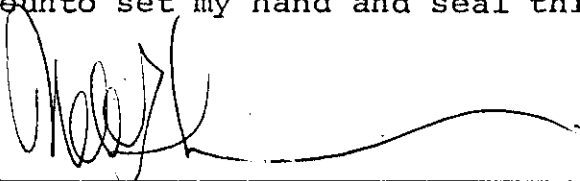
Michael Gleason

339 Edith
Missoula, Montana 59801

ARTICLE VI

The address of the initial registered office of the corporation is 345 West Front, Missoula, Montana 59801, and the name of its initial registered agent will be Michael Gleason.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this
16 day of January, 1981.

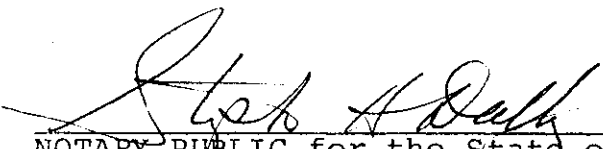


MICHAEL GLEASON

STATE OF MONTANA)
) ss:
COUNTY OF MISSOULA)

On this 16 day of January, 1981, before me, the undersigned, a Notary Public for the State of Montana, personally appeared MICHAEL GLEASON, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he has executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Notarial Seal on the day first above written.



NOTARY PUBLIC for the State of Montana
Residing at Missoula, Montana
My Commission Expires: 3/12/83