

Augusta, Maine, May 1, 1935.

To the Secretary of State of the State of Maine:

I, Frank E. Southard, Clerk pro tempore of IDAHO POWER COMPANY, hereby certify that the following is a true copy of resolutions adopted by a majority of the issued and outstanding capital stock of said Company at a legal meeting of the stockholders held at the principal office of the Company in this city this day:

WHEREAS, the number of Directors of this Company is inconvenient for the transaction of the Company's business; therefore

RESOLVED, that the number of Directors be changed from sixteen to fourteen; and further

RESOLVED, that the Clerk pro tempore of this Company be and he hereby is authorized and directed forthwith to file with the Secretary of State of Maine a certificate of the action taken by the adoption of the foregoing resolution.

ATTEST:

Frank E. Southard
Clerk pro tempore.

STATE OF MAINE

Office of Secretary of State

Augusta, May 4, 1935

Received and filed this day.

ATTEST: Robinson C. Tobey

Deputy Secretary of State

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