

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

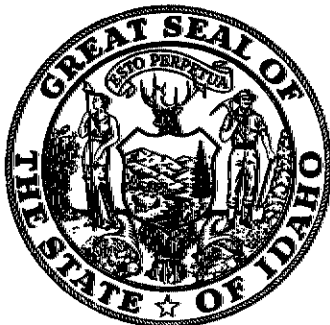
STAR VALLEY ENERGY, INC.

File number C 107175

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: July 29, 1994



Pete T. Cenarrusa
SECRETARY OF STATE
By *[Signature]* *[Signature]*

RECEIVED ARTICLES OF INCORPORATION
SEC. OF STATE

of

94 JUL 29 AM 10:18 STAR VALLEY ENERGY, Inc.

The following Articles of Incorporation are hereby adopted pursuant
to the Idaho Business Corporation Act:

1. Name.

The name of the corporation is:

Star Valley Energy, Inc.

2. Duration.

The corporation shall have perpetual duration.

3. Purposes.

The corporation is formed for the purposes of transporting and
supplying natural gas to retail consumers and constructing and operating
natural gas distribution systems and all other activities related to and incident
thereto and any or all other lawful business for which corporations may be
incorporated under the Idaho Business Corporation Act.

4. Authorized Shares.

The corporation shall be authorized to issue 25,000 shares, all of
one class, for a par value of \$1.00 per share.

5. Registered Agent and Office.

The name of the initial registered agent and the address of the
initial registered office of the corporation are:

Garry Smith
1829 Meadowview Avenue
Rexburg, Idaho 83440

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6. Directors.

The initial Board of Directors shall consist of two directors whose names and addresses are as follows:


<u>Name</u>	<u>Address</u>
Garry Smith	1829 Meadowview Avenue Rexburg, Idaho 83440
Stanley C. Izatt	HCR 60, Box 950 Freedom, Wyoming 83110


7. Incorporators.

The name and address of the incorporators:

Garry Smith	1829 Meadowview Avenue Rexburg, Idaho 83440
Stanley C. Izatt	HCR 60, Box 950 Freedom, Wyoming 83110

DATED: July 23, 1994.


Garry Smith


Stanley C. Izatt

STATE of Idaho)
County of Madison)
ss.

On this 23 day of July, 1994, before me, the undersigned a Notary Public in and for said State, personally appeared Garry Smith and Stanley C. Izatt, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed
my official seal the day and year in this certificate first above written.

Maya Kichurina
Notary Public
My Commission Expires lifetime.