

State of Idaho

Department of State

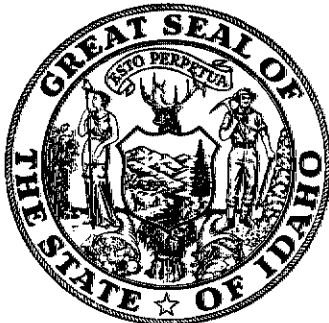
CERTIFICATE OF INCORPORATION OF

GENERATION DEVELOPMENT, INC.
File number C 110520

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: May 8, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *Janya Herold*

MAY 8 4 38 PM '95

SECRETARY OF STATE

ARTICLES OF INCORPORATION
FOR
GENERATION DEVELOPMENT, INC.

The undersigned, acting as incorporators under the corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Generation Development, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act including, but not by way of limitation, the purpose of operating and developing electrical generation plants.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is Four Hundred (400) shares with no par value.

FIFTH: The address of the initial registered office of the corporation is 1087 W. River Street, Suite 230, Boise, Idaho 83702, and the name of its initial registered agent at such address is Owen H. Orndorff.

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SIXTH: The number of directors constituting the initial Board of Directors of the corporation is four (4) and the name and address of the person who is to serve as Director until the first annual meeting of shareholders or until a successor is elected and shall qualify is:

<u>NAME</u>	<u>ADDRESS</u>
Ronald D. Blendu	1345 W. Overland Meridian, ID 83642
Jeffrey L. Smith	P.O. Box 6552 Incline Village, NV 89450
Owen H. Orndorff	600 E. Braemere Boise, ID 83702
R. Lee Roberts	615 E. Highland View Drive Boise, ID 83702

SEVENTH: The name and address of each incorporator is as specified in paragraph Sixth above.

EIGHTH: Amendment of the Bylaws of the corporation by the Board of Directors shall require majority approval of those directors present either in person or by proxy at a meeting of the Board of Directors duly called at which a quorum is present.

NINTH: The Board of Directors may create such committee or committees as it deems to be necessary or advisable with only such power and authority as is specifically defined in the resolution establishing such committee.

DATED this 4th day of May, 1995.

RONALD D. BLENDU

OWEN H. ORNDORFF

R. LEE ROBERTS

JEFFREY L. SMITH

On this 4th day of May, 1995, before me, a notary public, personally appeared RONALD D. BLENDU, personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

NOTARY PUBLIC FOR IDAHO

Residing at: 1208

My commission expires: 6/28/2000

STATE OF IDAHO)

ss.

On this 4th day of May, 1995, before me,
a notary public, personally appeared OWEN H. ORNDORFF, personally
known to me to be the person whose name is subscribed to the
within instrument and acknowledged to me that he executed the
same.

NOTARY PUBLIC FOR IDAHO

Residing at:

My commission expires: 6/28/2007

STATE OF IDAHO)

155.

On this 4th day of May, 1995, before me,
a notary public, personally appeared R. LEE ROBERTS, personally
known to me to be the person whose name is subscribed to the
within instrument and acknowledged to me that he executed the
same.

NOTARY PUBLIC FOR IDAHO

Residing at:

My commission expires: 6/30/2000

STATE OF IDAHO)

SS.

On this 4th day of May, 1995, before me, a notary public, personally appeared JEFFREY L. SMITH, personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

NOTARY PUBLIC FOR IDAHO

Residing at:

My commission expires: 6/28/2007