



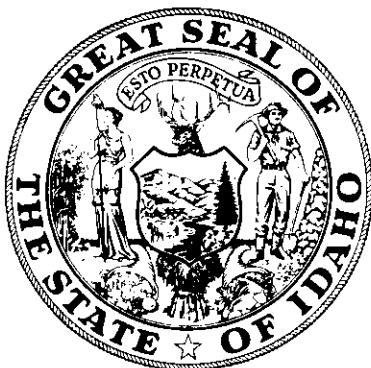
CERTIFICATE OF AUTHORITY
OF

MAGMA DEVELOPMENT CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of MAGMA DEVELOPMENT CORPORATION 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 MAGMA DEVELOPMENT CORPORATION to transact business in this State under the name MAGMA DEVELOPMENT CORPORATION and attach hereto a duplicate original of the Application for such Certificate.

Dated November 20, 19 81



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, _____, 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 Magma Development Corporation
2. *The name which it shall use in Idaho is Magma Development Corporation
3. It is incorporated under the laws of Nevada
4. The date of its incorporation is October 6, 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 502 E. John Street, Carson City, Nevada 89701
6. The address of its proposed registered office in Idaho is U.S. Corporation Co., Bank of Idaho Bldg., Boise, ID 83701., and the name of its proposed registered agent in Idaho at that address is U.S. Corporation Company
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: geothermal energy research and development
8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>B.C. Mc Cabe</u>	<u>Chrm. of the Board</u>	<u>631 S. Witmer Street, L.A., CA</u>
<u>Joseph W. Aidlin</u>	<u>Secretary, Director</u>	<u>5143 Sunset Blvd., L.A., CA</u>
<u>Andrew W. Hoch</u>	<u>President, Director</u>	<u>631 S. Witmer St., L.A., CA</u>
<u>Thomas C. Hinrichs</u>	<u>Director</u>	<u>P.O. Box 2082, Escondido, CA</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>20,000,000</u>	<u>Common Stock</u>	<u>\$.10</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
None		

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 October 22, 19 81

By Andrew W. Hoch
Its _____ President
and Joseph W. Aidlin
Its _____ Secretary

STATE OF CALIFORNIA)
COUNTY OF LOS ANGELES) ss:

I, Marilyn C. Mazuzan, a notary public, do hereby certify that on this 22nd day of October, 19 81, personally appeared before me Andrew W. Hoch and Joseph W. Aidlin, who being by me first duly sworn, declared that ~~he~~ they are the President and Secretary, respectively, of Magma Development Corporation

that ~~he~~ ^{they} signed the foregoing document as President and Secretary of the corporation and that the statements therein contained are true.




Marilyn C. Mazuzan
Notary Public

* Pursuant to Section 15-108(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.

FILED
IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

OCT 6 1981

WAL SWACKHAMPTON - SECRETARY OF STATE


NO. 6828-81

FILING FEE: \$500.00
BY: UNITED STATES CORPORATION
COMPANY

502 EAST JOHN STREET
CARSON CITY, NEVADA 89701

ARTICLES OF INCORPORATION

of

MAGMA DEVELOPMENT CORPORATION

FIRST: The name of the Corporation is MAGMA
DEVELOPMENT CORPORATION.

SECOND: The address of the principal office of
the Corporation in the State of Nevada is 502 East John
Street, in the City of Carson City 89701. The
name of its registered agent at that address is the United
States Corporation Company.

THIRD: The Corporation may engage in any
lawful activity.

FOURTH: The amount of the total authorized
capital stock of the Corporation is two million dollars
(\$2,000,000.00) consisting of twenty million (20,000,000)
shares of Common Stock, par value ten cents (\$.10) per
share.

FIFTH: The members of the governing board must
be styled directors of the Corporation. The board of di-
rectors shall consist of six (6) members.

The names and post office addresses of the first board of directors are as follows:

<u>Name</u>	<u>Address</u>
B.C. McCabe	631 South Witmer Street Los Angeles, California 90017
Joseph W. Aidlin	5143 Sunset Boulevard Los Angeles, California 90027
Thomas C. Hinrichs	Post Office Box 2082 Escondido, California 92025
Frank M. Swirles	Post Office Box 1490 Rancho Santa Fe, California 92067
Andrew W. Hoch	631 South Witmer Street Los Angeles, California 90017
B.C. McCabe, Jr.	Post Office Box 26 Holtville, California 92250

SIXTH: The capital stock is not subject to assessment to pay the debts of the Corporation.

SEVENTH: The name and post office address of the incorporator signing these Articles of Incorporation is as follows:

<u>Name</u>	<u>Address</u>
Leif A. Tonnessen	70 Pine Street New York, New York 10270

EIGHTH: The Corporation is to have perpetual existence.

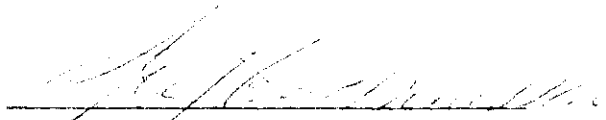
NINTH: Shareholders of the Corporation do not have a preemptive right to acquire unissued shares, treasury shares or securities convertible into such shares.

TENTH: With respect to the election of directors, each holder of shares of Common Stock of the Corporation is entitled to as many votes as shall equal the number of his shares of stock multiplied by the number of directors to be elected, and he may cast all such votes for a single director or may distribute them among the number to be voted for, or any two or more of them, as he may see fit.

ELEVENTH: The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or thereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

I, THE UNDERSIGNED, being the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of Nevada, do make these Articles, hereby declaring and certifying that this is my act and deed and the facts herein stated

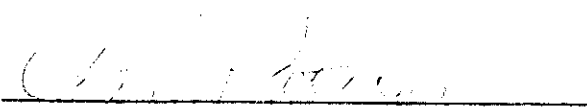
are true, and accordingly have hereunto set my hand this
1st day of October, 1981.



Leif A. Tonnessen

STATE OF NEW YORK)
) SS.:
COUNTY OF NEW YORK)

BE IT REMEMBERED, that on this 1st day of
October, 1981, personally appeared before me, a Notary
Public in and for the State and County aforesaid, Leif A.
Tonnessen, described in and who executed the foregoing in-
strument, who acknowledged to me that he executed the same
freely and voluntarily and for the uses and purposes therein
mentioned.



ANN PATALANO
Notary Public, State of New York
No. 41-3030105
Qualified in Queens County
Certificate filed in New York County
Commission Expires March 30, 1983