

United States of America

STATE OF OREGON

OFFICE OF THE SECRETARY OF STATE

I, SAM A. KOZER, Secretary of State of the State of Oregon, and
Custodian of the Seal of said State, do hereby certify _____

That in accordance with the provisions of Section 6834, Oregon Laws, W. E. CREWS was on the 22d day of January, 1923, duly appointed Corporation Commissioner in and for the State of Oregon and filed with the Secretary of State of the State of Oregon his oath of office and official bond as such Corporation Commissioner in and for the State of Oregon under date of January 24, 1923, and now is the duly appointed, qualified and acting Corporation Commissioner of the State of Oregon pursuant to the laws thereof;

That pursuant to the laws of the State of Oregon said W. E. CREWS, Corporation Commissioner in and for the State of Oregon, is the legal custodian of all articles of incorporation formed under and pursuant to the laws of the State of Oregon, and that the annexed copy of Articles of Incorporation of INLAND POWER & LIGHT COMPANY is authenticated in accordance with the laws of the State of Oregon;

That the Seal of the Corporation Department, State of Oregon, affixed to the annexed certificate is the genuine seal of the Corporation Department, State of Oregon, and that full faith and credit should be given to the official acts of said W. E. CREWS, Corporation Commissioner aforesaid, and that I verily believe the signature of the said W. E. CREWS, Corporation Commissioner aforesaid, attesting the said certificate, is his true and genuine signature. _____

In Testimony Whereof, I have hereunto set my hand
and affixed hereto the Seal of the State
of Oregon.

Done at the Capitol at Salem, Oregon,
this 24 day of January, A. D. 1923.


Secretary of State.

By _____
Deputy.



STATE OF OREGON
CORPORATION DEPARTMENT

I, W. E. CREWS, Corporation Commissioner and Custodian
of the Seal of the Corporation Department of the State of Oregon,
DO HEREBY CERTIFY:

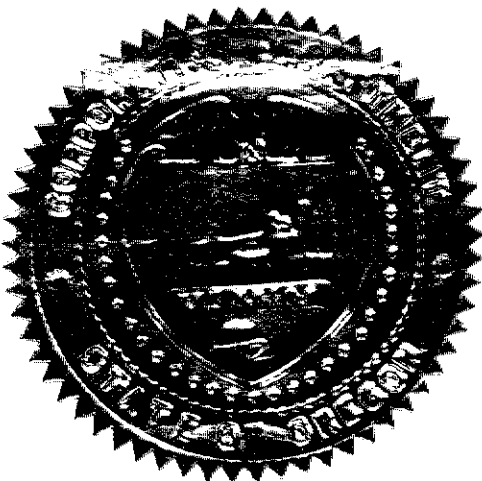
That I have carefully compared the annexed
copy of the articles of incorporation of
INLAND POWER & LIGHT COMPANY with the original
articles of incorporation filed May 14, 1923,
and find the same to be a full, true and cor-
rect transcript therefrom and of the whole thereof,
together with all official endorsements thereon;
and further find that no amendments to these
articles of incorporation and no supplementary
articles of incorporation have been filed by
said corporation; and

I FURTHER CERTIFY that under the laws of the
State of Oregon I am the legal custodian of the
original articles of incorporation of domestic
corporations and have the requisite official
knowledge relative thereto.

IN TESTIMONY WHEREOF, I have hereunto set my hand
and affixed hereto the seal of the Corporation
Department of the State of Oregon.

Done at the Capitol, at Salem, Oregon, this
31st day of December, 1924.

W. E. Crews
Corporation Commissioner



ARTICLES OF INCORPORATION
OF
INLAND POWER & LIGHT COMPANY

KNOW ALL MEN BY THESE PRESENTS: That we, Henry S. Gray, C. Larison and D. A. Zekman, citizens of the United States and residents and citizens of the State of Oregon, desiring to incorporate ourselves and form a corporation under and pursuant to the laws of the State of Oregon relating to private corporations, for the purpose of engaging in the enterprise, business, pursuit or occupation hereinafter in these articles of incorporation set forth, do hereby adopt, make, execute, subscribe and acknowledge in triplicate, the following articles of incorporation, to-wit:

ARTICLE I.

The name assumed by this corporation and by which it shall be known is and shall be INLAND POWER & LIGHT COMPANY, and its duration shall be unlimited.

ARTICLE II.

The objects for which this corporation is formed and the business, pursuit and enterprise in which it proposes to engage, are and shall be as follows:

1. To manufacture, generate, buy, sell, transmit, furnish and distribute electrical energy and electric service for light, heat and power, and to acquire in any lawful manner, use and hold such real and personal property as may seem necessary or advisable in connection therewith; to manufacture, buy, sell, lease, let and operate machinery, apparatus or appliances for the manufacture, generation, transmission or distribution of electrical energy; to manufacture, buy, sell, lease and let

machinery, generators, motors, fixtures, lamps, globes, and other supplies and appurtenances used for or in connection with the manufacture, generation, distribution or use of electrical energy for light, heat or power; to carry on the general business of electricians and vendors of electricity for the purpose of light, heat or power; to buy, sell, lease, install, erect and operate, poles and pole lines, cables, wires and fixtures for the transmission and use of electrical energy; and in general, to do any lawful act or thing in connection with said objects, or any of them.

2. To construct and acquire by purchase, lease or otherwise, reservoirs, dams, canals, ditches, flumes, pipe lines and such other works, plants, equipments, appliances and appurtenances as may be necessary, useful or appropriate for impounding, storing, conveying, distributing and utilizing water for power, irrigation, fire, sanitation, domestic, manufacturing and other uses, and to use, apply, sell and otherwise dispose of water for any or all of such uses.

3. To manufacture, purchase, sell and distribute, for light, heat and power and all other purposes, artificial and natural gas, and to acquire, construct, purchase, own, maintain, operate, sell and lease all necessary and convenient works, conduits, plants, apparatus and connections for holding, receiving, purifying, manufacturing, selling, utilizing and distributing natural or artificial gas and the by-products thereof; to manufacture and sell or otherwise dispose of chemicals or other products derived wholly or in part from gas or the operation of gas works.

4. To acquire, own, operate, manage or control public utilities and the business of a public service corporation of

any kind or character, as the same may be defined by law, and in accordance with all laws and regulations applicable to the same.

5. To cut, store and sell natural ice, and to manufacture, store and sell artificial ice and to acquire, buy, operate, lease, hold and sell ice and refrigerating plants; and to acquire, lease, hold and use any real and personal property that may seem suitable for said purposes.

6. To acquire by the exercise of the right of eminent domain, by gift, purchase, lease or otherwise, real and personal property, and to hold, own use, enjoy, possess, improve, mortgage or dispose of the same by sale, lease or otherwise, in such manner as may be deemed for the best interests of the corporation.

7. To borrow money on the credit of the corporation, and to issue notes, bonds, bills, debentures and all other evidences of indebtedness of the company by mortgage, pledge or other hypothecation of its property.

8. To acquire, own, hold, dispose of and convey franchises, rights, easements, privileges, licenses and grants from and contracts with, the United States of America and from and with any state, county or municipal authority, to be used and enjoyed in connection with any of the purposes and objects of the corporation.

9. To sell and convey or lease the entire property, franchises and assets of this corporation, or any part of the same, except the franchise to be a corporation, whenever the holders of two-thirds of the capital stock of the corporation may by resolution adopted at a special meeting called for that purpose, ten days notice thereof having first been given by mail to each stockholder, authorize and empower the board of directors so to

do. Any sale of all or any part of the property of the corporation may be made for cash or for the stocks, bonds or other securities of any other corporation or corporations, as the holders of two-thirds of the stock of this company may determine at such meeting.

10. To hold, purchase or otherwise acquire, to sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock, bonds, debentures or other evidences of indebtedness created by any other corporation, or corporations, and, while the owner thereof, to exercise all the rights and privileges of ownership, including the right to vote thereon.

11. To engage in the aforesaid business, pursuit and enterprise and to carry out any or all of the foregoing objects not only in the State of Oregon but elsewhere as may be deemed convenient or desirable: and generally to do everything necessary and proper for the accomplishment of the objects above specified, and anything and everything which a natural person might lawfully do in connection with any of such objects.

ARTICLE III.

The place where this corporation proposes to have its principal office or place of business is in the City of Portland, in the County of Multnomah and State of Oregon.

ARTICLE IV.

The amount of the capital stock of this corporation shall be One Hundred Thousand Dollars (\$100,000.00) and the amount of each share of such capital stock shall be One Hundred Dollars (\$100.00).

Upon the issue for money or other consideration of any stock of this corporation, whether authorized by these articles or by any subsequent increase of ~~the~~ capital, no stockholder shall be en-

titled of right to subscribe for, purchase or receive any share of the stock so to be issued: but a majority of the Board of Directors of the company acting at a meeting of said board may dispose of all or any part of such stock at their discretion.

IN WITNESS WHEREOF we have hereunto set our hands, in triplicate, this 12th day of May, 1923.

Subscribed in the presence
of:

Wm. H. Galvani

May F. Barr

(Sd) Henry S. Gray

G. Larison

D. A. Eokman

STATE OF OREGON, }
County of Multnomah. } ss.

THIS CERTIFIES, That on this 12th day of May, 1923, before me, the undersigned, a notary public in and for the State of Oregon, personally appeared the above named Henry S. Gray, C. Larison and D. A. Eckman, to me known to be the individuals described in and who executed the foregoing articles of incorporation, and they and each of them acknowledged to me that they and each of them executed said articles of incorporation and that they executed the same freely and voluntarily for the uses and purposes therein mentioned.

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

(Sd) Wm. H. Galvani

(N.P. SEAL)

Notary Public for Oregon
My Commission Expires 4/20/24

ENDORSED: 25946. Articles of Incorporation of Inland Power & Light Company. Filed in the office of the CORPORATION COMMISSIONER of the STATE OF OREGON at 8:30 o'clock A.M., the 14th day of May 1923.

W. E. Crews, Corporation Commissioner.