

United States of America  
State of Washington

DEPARTMENT



OF STATE

TO ALL TO WHOM THESE PRESENTS SHALL COME  
I, BELLE REEVES

Secretary of State of the

State of Washington and custodian of the Seal of said State, do hereby  
certify that the annexed is a true and correct copy of the Amended  
Articles of Incorporation of THE WASHINGTON WATER POWER COMPANY,  
as received and filed in this office on June 7, 1938; and I further  
certify that the above named corporation is in good standing with  
all annual license fees paid to the end of the fiscal year, June  
30, 1938.

In Testimony Whereof, I have hereunto set  
my hand and affixed hereto the Seal of the State of  
Washington. Done at the Capitol, at Olympia,  
this 7th day of June A.D. 1938

Belle Reeves

Secretary of State

By Charles B. Reed  
Assistant Secretary of State

1  
2 **APPROVED**  
3 **AND FILED**

4 JUN 7 - 1938

5 BELLE REEVES  
6 SECRETARY OF STATE

7 BY *Belle Reeves*  
8 Assistant Secretary of State

ARTICLES OF AMENDMENT

OF

ARTICLES OF INCORPORATION

OF

THE WASHINGTON WATER POWER COMPANY.

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9 We, the undersigned, being the President and Secretary of  
10 THE WASHINGTON WATER POWER COMPANY, a corporation of the State of  
11 Washington, having its principal place of business in the City and  
12 County of Spokane, State of Washington, DO HEREBY CERTIFY AS  
13 FOLLOWS:

14 (a) That the annual meeting of the shareholders of the cor-  
15 poration was duly held at the office of said corporation in the  
16 City of Spokane, State of Washington, on the 6th day of June,  
17 1938, at two o'clock in the afternoon, and that said meeting of  
18 the shareholders was held pursuant to notice thereof, which notice  
19 stated the time and place of said meeting and the purposes there-  
20 of, including among other things the following:

21 "2. To consider and take action upon a proposal to  
22 amend the Fifth Article of the Articles of Incorporation of  
23 the Company by striking the entire Fifth Article as it now  
24 stands and inserting a new Article instead thereof to read  
25 as follows:

26 "Fifth. That the number of Directors of the  
27 Corporation shall be nine."

28  
29 (b) That at said meeting of the shareholders of the cor-  
30 poration the Articles of Incorporation of the Corporation were  
31 amended so as to change the number of Directors by the adoption  
32 of the following resolutions, which resolutions were fully and


1  
2 regularly adopted by the vote of the holders of more than two-  
3 thirds of the voting power of all the shareholders of the  
4 corporation:


5 "RESOLVED, that the Articles of Incorporation of the  
6 Corporation be and the same hereby are amended pursuant to  
7 the provisions of Section 37 of Chapter 185 of the  
8 Washington Session Laws of 1933, so as to change the number  
9 of Directors from fifteen (15) to nine (9), by striking out  
10 the present Article Fifth of said Articles of Incorporation  
11 and by substituting in lieu thereof a new Article Fifth,  
12 which shall be and read as follows:

13  
14 'Fifth. The number of Directors of the Corporation  
15 shall be nine.'

16 "AND IT IS FURTHER RESOLVED, that the President, or  
17 any Vice-President, and the Secretary, or any Assistant  
18 Secretary, of the corporation be and they are hereby  
19 authorized and directed to execute and file Articles of  
20 Amendment to the Articles of Incorporation of the Corpora-  
21 tion, as required by law, and to perform and do such other  
22 acts and things as may seem to them necessary or desirable  
23 in order to make fully effective the intent and purpose of  
24 the foregoing resolution."  
25

26 IN WITNESS WHEREOF, We have signed and sworn to these  
27 Articles of Amendment, in triplicate, under the Corporate Seal  
28 of THE WASHINGTON WATER POWER COMPANY, this 6<sup>th</sup> day of June,  
29 1938.

30   
31 President.

32   
Secretary.

1  
2 STATE OF WASHINGTON )  
3 ) SS,  
4 COUNTY OF SPOKANE )

5 I, J. C. Harrison, a Notary Public in and for the  
6 State and County aforesaid, duly commissioned, sworn and qualified,  
7 do hereby certify that on this 6<sup>th</sup> day of June, 1938, before me  
8 personally appeared FRANK T. POST and L. E. MORSE, to me known  
9 and known to me to be the President and Secretary, respectively,  
10 of THE WASHINGTON WATER POWER COMPANY, and the individuals who  
11 executed the foregoing instrument and acknowledged the said instru-  
12 ment to be the free and voluntary act and deed of said Corporation  
13 for the uses and purposes therein mentioned, and on oath stated  
14 that they were authorized to execute said instrument and that the  
15 seal affixed thereto is the corporate seal of said Corporation, and  
16 further acknowledged that they signed and sealed said instrument  
17 as their free and voluntary act and deed for the uses and purposes  
18 therein mentioned.

19 GIVEN under my hand and official seal the day and year first  
20 above written.  
21

22  
23 J. C. Harrison  
24 NOTARY PUBLIC in and for the State  
25 of Washington, residing at Spokane,  
26 Washington.  
27  
28  
29  
30  
31  
32

1  
2  
3 STATE OF WASHINGTON }  
4 COUNTY OF SPOKANE } ss,

5 FRANK T. POST and L. E. MORSE, being first duly sworn, each  
6 upon oath, says:

7 That he has read the foregoing Articles of Amendment of the  
8 Articles of Incorporation of The Washington Water Power Company;  
9 that the undersigned, Frank T. Post, is President of The Wash-  
10 ington Water Power Company; that the undersigned, L. E. Morse,  
11 is Secretary of said Corporation; and that each and every state-  
12 ment of fact contained in said Articles of Amendment and all of  
13 the same are true and correct.  
14

15 Frank T. Post

16  
17 L. E. Morse

18  
19 GIVEN under my hand and official seal this 6th day of  
20 June, 1938.

21  
22 H. C. Thomas  
23 NOTARY PUBLIC in and for the State  
24 of Washington, residing at Spokane,  
25 Washington.

26  
27 E N D O R S E M E N T

28 State of Washington, ss.

29 Filed for record in the office of the Secretary of State  
30 JUNE 7, 1938 at 1:55 o'clock P. M. Recorded in Book \_\_\_\_ Page \_\_\_\_

31 DOMESTIC CORPORATIONS

32 Belle Reeves  
Secretary of State.