

# State of Idaho

## Department of State.

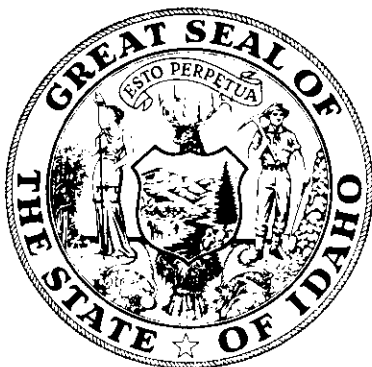
### CERTIFICATE OF AUTHORITY OF

BONNEVILLE PACIFIC CORPORATION

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

Dated November 30, 1982.



*Pete T. Cenarrusa*  
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 hereby applies for a Certificate of Authority to transact business in your State, and for that purpose ~~submits the following statement:~~

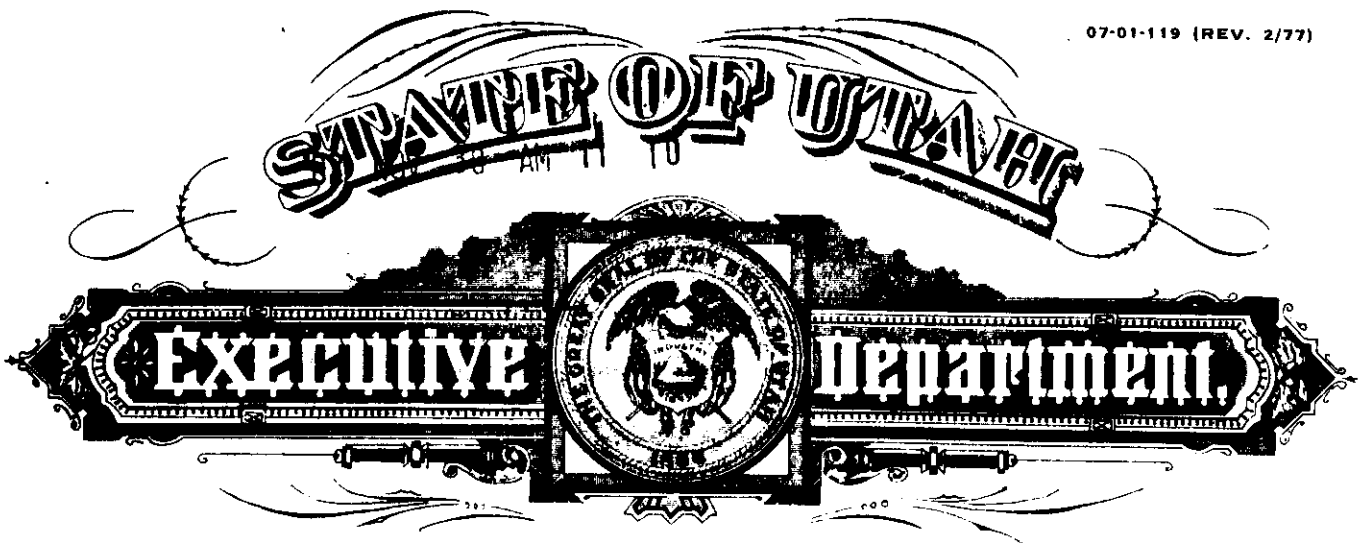
1. The name of the corporation is BONNEVILLE PACIFIC CORPORATION
2. \*The name which it shall use in Idaho is BONNEVILLE PACIFIC CORPORATION
3. It is incorporated under the laws of UTAH
4. The date of its incorporation is March 28, 1980 and the period of its duration is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 200 East South Temple, #300, Salt Lake City, Utah 84111
6. The street address of its proposed registered office in Idaho is 3585 Twilight Drive, Boise, Idaho 83703, and the name of its proposed registered agent in Idaho at that address is Leon Blaser
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:  
To engage in and to do any lawful act concerning any or all lawful business for which corporations may be organized under the Idaho Business Corporation Act.
8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Raymond L. Hixson</u>	<u>President/Director</u>	<u>200 East South Temple</u>
<u>L. Wynn Johnson</u>	<u>Vice President/"</u>	<u>"</u>
<u>Robert L. Wood</u>	<u>Sec/Tres./"</u>	<u>"</u>
<u>John T. Dunlop</u>	<u>Director</u>	<u>"</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>50,000</u>	<u>Common</u>	<u>\$1.00/share</u>
<u>                    </u>	<u>                    </u>	<u>                    </u>
<u>                    </u>	<u>                    </u>	<u>                    </u>

(continued on reverse)



Office of Lieutenant Governor

I, DAVID S. MONSON, LIEUTENANT GOVERNOR OF THE STATE OF UTAH, DO HEREBY CERTIFY THAT the attached is a full, true and correct copy of the Articles of Incorporation of BONNEVILLE PACIFIC CORPORATION a Utah corporation filed with this office on March 28, 1980. Also attached are all subsequent amendments thereto.

AS APPEARS OF RECORD IN MY OFFICE.

File #086113

IN WITNESS WHEREOF, I have hereunto  
set my hand and affixed the Great Seal  
of the State of Utah at Salt Lake City, this  
29th day of  
November A.D. 19 82.

*David S. Monson*  
LIEUTENANT GOVERNOR

March <sup>28th</sup> 80  
BS 50.00

ARTICLES OF INCORPORATION  
OF  
HIXSON & COMPANY, INC.

82113

We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators of a corporation under the Utah Business Corporation Act, adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation is Hixson & Company, Inc.

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The corporation shall have unlimited power to engage in and to do any lawful act concerning any or all lawful business for which corporations may be organized under said Act, including but not limited to the following:

(a) To conduct, participate, consult in and promote all types of business research and the management of any business or business related enterprise, and to engage in all forms of commercial promotion and advertising.

(b) To engage in the business of buying, selling, dealing in or with, in any manner whatsoever all manners of property, real or personal, and any interest therein.

(c) To acquire by purchase, exchange, give, bequest, subscription or otherwise, and to hold, own, mortgage, pledge, hypothecate, sell, assign, transfer, exchange, or otherwise dispose of or deal in or with its own corporate securities to the extent permitted by law or stock or other securities, including without limitations any shares of stock, bonds, debentures, notes, mortgages, or other obligations, and any certificates, receipts or other instruments representing rights or interests

therein or any property or assets created or issued by any person, firm association, or corporation, or any government or subdivision, agencies or instrumentalities thereof; to make payment therefor in any lawful manner or to issue in exchange therefor its own securities or to use its unrestricted and unreserved earned surplus for the purchase of any securities, any and all rights, powers and privileges in respect thereof.

(d) To enter into any lawful arrangement for sharing profits, union of interest, reciprocal association or cooperative association with any corporation, association, partnership, individual or other legal entity for the carrying on of any business and to enter into any general or limited partnership for the carrying on of any business.

(e) To do each and every thing necessary, suitable, or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated or which may at any time appear conducive to or expedient for protection or benefit of this corporation, and to do said acts as fully and to the same extent as natural persons might or could do in any part of the world as principals, agents, partners, trustees or otherwise, either along or in conjunction with any other person, association or corporation.

The foregoing provisions shall be construed both as purposes and powers and shall not limit or restrict in any manner the general powers of this corporation and the enjoyment and exercise thereof as conferred by the laws of the State of Utah.

#### ARTICLE IV

The principal place of business of said corporation shall be at Salt Lake City, Utah, but the corporation shall be authorized to do business at any place or places in the State

of Utah, and elsewhere in the United States, as shall be deemed advisable or to the best interest of the corporation.

#### ARTICLE V

The total number of shares of all classes which the corporation shall have authority to issue is fifty thousand (50,000) shares, divided into forty-five thousand (45,000) Class A Shares of the par value of one dollar (\$1.00) each herein called "Class A Shares") and five thousand (5,000) Class B Shares of the par value of one dollar (\$1.00) each (herein called "Class B Shares").

The following is a statement of the designation, preferences, and relative, participating, optional or other special rights, and qualifications, limitations or restrictions thereof, of the classes of shares of the corporation:

1. 45,000 Class A Shares, which Shares shall possess all of the rights provided under the laws of the State of Utah except, however, in the event of any voluntary or involuntary dissolution, liquidation or winding up of Shares shall be entitled to receive or be paid, as may be the case, \$1.00 per share plus an amount equal to all declared and unpaid dividends thereon, and no more (in the case of voluntary or involuntary dissolution, liquidation or winding up as aforesaid, the holders of Class A Shares shall be entitled to receive from the net assets of the corporation, \$1.00 per share, plus an amount equal to all declared and unpaid dividends thereon, if any, and no more, before any distribution shall be made to the holders of Class B Shares). Any and all net assets of the corporation that shall remain after the aforementioned payment shall have been made to the holders of Class A Shares shall be distributed solely to the holders of Class B Shares on the basis provided for herein.

2. 5,000 Class B Shares which Shares shall possess all of the rights provided for by the laws of the State of Utah except as follows:

(a) In the event of any voluntary or involuntary dissolution, liquidation or winding up of the affairs of the corporation, the holders of Class B Shares shall be entitled to receive a distribution only after the preference payments to the holders of Class A Shares have been made as provided for herein and any net assets of the corporation remaining thereafter shall be distributed pro rata to the holders of Common Shares.

#### ARTICLE VI

These Articles of Incorporation may be amended by the affirmative vote of a majority of the shares entitled to vote on each such amendment.

#### ARTICLE VII

The shareholders shall have no pre-emptive rights to acquire additional securities of the corporation; and there shall be no cumulative voting by shareholders at any election or directors of the corporation.

#### ARTICLE VIII

The authorized and treasury stock of the corporation may be issued at such time, upon such terms and conditions and for such consideration but not less than the par value thereof as the Board of Directors shall determine.

#### ARTICLE IX /

The corporation will not commence business until consideration of a value of at least \$1,000.00 has been received for the issuance of shares.

#### ARTICLE X

The address of the corporation's initial registered office and the name of its original registered agent at such address is:

John T. Dunlop  
200 East South Temple #300  
Salt Lake City, Utah 84111

#### ARTICLE XI

The number of directors constituting the Board of Directors of the corporation shall be no more than five and no less than three. The number of directors may be changed within said minimum limits as may be determined from time to time by resolution of the Board of Directors. The names and addresses of the persons who are to serve as directors until the first annual meeting of stockholders or until their successors are elected and qualify are:

John T. Dunlop

1016 N. Bonneville  
Salt Lake City, Utah 84103

Joe L. Logan

10707 Dimple Dell Road  
Sandy, Utah 84070

Raymond L. Hixson

3985 Prospector Drive  
Salt Lake City, Utah 84121

The name and address of each incorporator is:

Robert L. Wood

2427 E. Okeson Circle  
Salt Lake City, Utah 84117

Craig Liske

811 Third Avenue  
Salt Lake City, Utah 84103

Vickie Y. Souvall

1462 Sherman Avenue  
Salt Lake City, Utah 84105

Executed this 28<sup>th</sup> day of March, 1980.

*Robert L. Wood*

*Craig Liske*

*Vickie Y. Souvall*

STATE OF UTAH                    )  
  ) ss  
COUNTY OF SALT LAKE        )

I, Barbara E. Walton, a Notary Public, hereby certify on the 28<sup>th</sup> day of March, 1980, Robert L. Wood, Craig Liske, and Vickie Y. Souvall personally appeared before me who, being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators and that the statements therein contained are true.

Dated this 28<sup>th</sup> day of March, 1980.

*Barbara E. Walton*  
Barbara E. Walton

Residing at:

*Salt Lake City, Utah*

My Commission Expires:

*May 12, 1982*



67th  
Aug 1981

86113

86113

DAVID S. HIXSON  
11 Co. Sec. of Club  
ARTICLES OF AMENDMENT  
HIXSON & COMPANY

Pursuant to the provisions of the Utah Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST

The name of the Corporation is Hixson & Company.

SECOND

The following amendment to the Articles of Incorporation was adopted by the Directors of the Corporation on August 5, 1981 and by all of the stockholders of the Corporation in the manner prescribed by the laws of the State of Utah and the Articles of Incorporation of the Corporation:

BE IT RESOLVED, that Article I of the Corporation be amended as follows:

The name of the Corporation is Bonneville Pacific Corporation.

THIRD

1,000 shares of the capital stock of the Corporation are now outstanding, all of which are held by the following named individuals:

<u>Name</u>	<u>Address</u>	<u>Number of Shares</u>
Raymond L. Hixson	3935 Prospector Drive Salt Lake City, UT 84121	100
Kingdom Corporation	200 East South Temple Salt Lake City, UT 84111	900

Said stockholders, by their signatures hereto annexed, do hereby ratify and approve this amendment.

Executed by the undersigned at 200 East South Temple, Salt Lake City, Utah on August \_\_\_\_\_, 1981.

Raymond L. Hixson  
Raymond L. Hixson

KINGDOM CORPORATION

by:

John T. Dunlop  
John T. Dunlop

STATE OF UTAH                    )  
  : ss.  
COUNTY OF SALT LAKE    )

I, Wickie L. Scurall, a Notary Public hereby  
certify on the 6<sup>th</sup> day of August, 1981, Raymond L. Hixson and  
John T. Dunlop personally appeared before me who, being by me  
first duly sworn, severally declared that they are the persons  
who signed the foregoing document and that the statements therein  
contained are true.

Dated this 6<sup>th</sup> day of August, 1981.

Wickie L. Scurall  
NOTARY PUBLIC

Residing at:

Salt Lake City, Utah

My Commission Expires:

11-1-84