

# State of Idaho

## Department of State

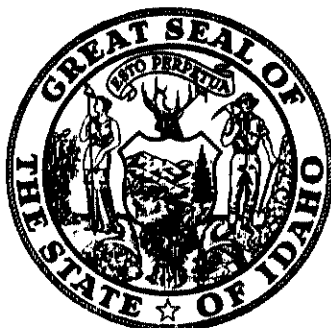
### CERTIFICATE OF INCORPORATION OF

### WEST MOUNTAIN POWER COMPANY

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: January 20, 1993



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By

*[Signature]*

**WEST MOUNTAIN POWER COMPANY**

93 JAN 20 AM 8 39

The name of this corporation is WEST MOUNTAIN POWER COMPANY.

**This corporation shall have perpetual existence.**

The purpose for which this corporation is organized is the transaction of any or all lawful business for which a corporation may be incorporated under the Idaho Business Corporation Act.

This corporation is authorized to issue only one class of shares, which shall be designated "common" shares. The total authorized number of such shares, which may be issued is 100,000. All of such shares shall have a no par value.

The location in the State of Idaho where the principal office for the transaction of the business of this corporation is to be located shall be the City of Hailey. The name and address in this state of the corporation's initial registered agent is Rand L. Peebles, 319 Walnut Avenue, Post Office Box 297, Ketchum, Idaho 83340.

The incorporator and his address is as follows:

ARTICLES OF INCORPORATION/Page 1

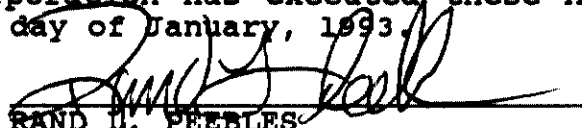
The initial directors and their addresses are as follows:

<u>NAME</u>	<u>ADDRESS</u>
RANDY POLLOCK	P.O. Box 1066 Hailey, Idaho 83333
JAMES GOLDMANN	P.O. Box 1066 Hailey, Idaho 83333
LARRY HENRIKSEN	P.O. Box 1066 Hailey, Idaho 83333
PATRICK CASSITY	1778 Mill Lane Salt Lake City, Utah 84106

The number of directors may be increased or decreased from time to time by amendment to the Bylaws.

The directors of the corporation are released from personal liability to the corporation or its shareholders to the extent provided in Idaho Code Section 30-1-54(2).

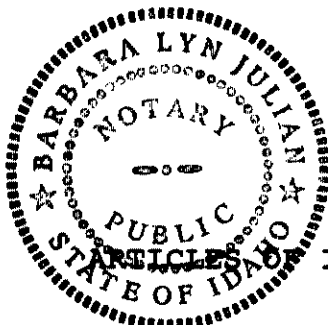
IN WITNESS WHEREOF, for the purpose for forming this corporation under the laws of the State of Idaho, the undersigned incorporator of this corporation has executed these Articles of Incorporation this 15 day of January, 1993.

  
RAND L. PEEBLES  
Incorporator

STATE OF IDAHO, )  
County of Blaine. ) ss.

On this 15<sup>th</sup> day of January, 1993, before me, the undersigned, a Notary Public in and for said county and state, personally appeared RAND L. PEEBLES, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

WITNESS my hand and official seal.



  
Notary Public for Idaho  
Residing at Hailey  
Commission expires 2/23/95