

Augusta, Maine, May 7, 1947.

To the Honorable Secretary of State of the State of Maine:

I, Ernest L. McLean, Clerk of IDAHO POWER COMPANY, hereby certify that at the annual meeting of the stockholders of said Company, regularly called and held at its principal office in this city on the seventh day of May, 1947, notice of said meeting and of the following proposed actions having been duly given, the following resolutions were adopted by a vote of stockholders of record representing a majority of the voting power on such proposals and a majority of the issued and outstanding capital stock of said Company, including the affirmative vote of a majority of the voting power of the outstanding preferred stock:

RESOLVED that the Certificate of Organization of this corporation be and it hereby is amended to provide, in lieu of the provisions now contained therein as to the amount of the Company's capital stock and the number and par value of shares into which the same is divided, the following:

"The number of shares of capital stock that may be issued by this Company is 1,100,000 shares; the kinds of stock into which such shares are divided are Preferred Stock and Common Stock; 200,000 shares of said capital stock are Preferred Stock with a par or face value of \$100 per share;

900,000 shares of said capital stock are Common Stock with a par or face value of \$20 per share; and the classes, designations, preferences, and voting powers, or restrictions or qualifications thereof, are and shall be as fixed and determined in the By-laws."

ATTEST:

Ernest L. McLean
Clerk.

STATE OF MAINE
OFFICE OF SECRETARY OF STATE
Augusta, May 7, 1947.
Received and filed this day.

ATTEST:

Harold I. Goss
SECRETARY OF STATE