



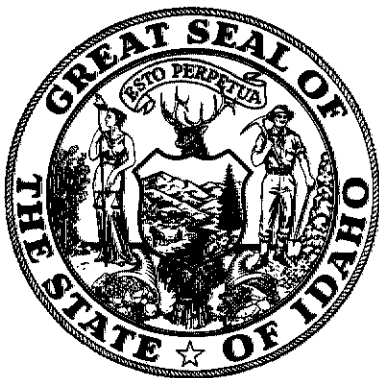
**CERTIFICATE OF INCORPORATION
OF**

WASTE WATER SERVICE CORPORATION

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: February 12, 1988



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Sandra Matthews*

ARTICLES OF INCORPORATION
OF
WASTE WATER SERVICE CORPORATION

RECEIVED
SEC. STATE
88 FEB 12 AM 9 00

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE I

The name of the corporation shall be **WASTE WATER SERVICE CORPORATION**.

ARTICLE II

The period of existence and duration of the life of this corporation shall be perpetual.

ARTICLE III

This corporation is organized for the purpose of the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE IV

The total authorized number of shares of the corporation shall consist of Ten Thousand (10,000) shares of Common Stock having no par value, all of one (1) class denoted Common Stock, each share being entitled to one (1) vote.

ARTICLE V

There are no provisions denying preemptive rights.

ARTICLE VI

Provisions for the regulation of the internal affairs of the corporation are to be set forth in the Bylaws of the corporation.

ARTICLE VII

The address of the initial registered office of the corporation is 510 Pine Street, Sandpoint, Idaho 83864, and the name of the initial registered agent at such address is E.J. WATSON.

ARTICLE VIII

The number of directors constituting the initial board of directors of the corporation is two (2), and the names and addresses of the persons who are to serve as initial directors until the first annual meeting of shareholders or until their successor or successors are elected and qualify are:

E.J. WATSON
P.O. Box 1228
Sandpoint, ID 83864

PATRICIA WATSON
P.O. Box 1228
Sandpoint, ID 83864

The names and addresses of the incorporators of this corporation are:

E.J. WATSON
P.O. Box 1228
Sandpoint, ID 83864

PATRICIA WATSON
P.O. Box 1228
Sandpoint, ID 83864

These foregoing Articles of Incorporation are dated
and executed this 2 day of February, 1988.


E.J. WATSON


PATRICIA WATSON

STATE OF IDAHO)
) ss.
County of Bonner)

On this 2 day of February, 1988, before me, a
Notary Public in and for the State of Idaho, personally
appeared, E.J. WATSON, known to me to be the person whose
name is subscribed to the within instrument and acknowledged
to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal the day and year in this certificate
last above written.


Notary Public for Idaho
Residing at:

STATE OF IDAHO)
) ss.
County of Bonner)

On this 2 day of February, 1988, before me, a
Notary Public in and for the State of Idaho, personally
appeared, PATRICIA WATSON, known to me to be the person
whose name is subscribed to the within instrument and
acknowledged to me that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal the day and year in this certificate
last above written.


Notary Public for Idaho
Residing at Sandpoint