

Department of State.

**CERTIFICATE OF AUTHORITY
OF**

MANTECH, INC.

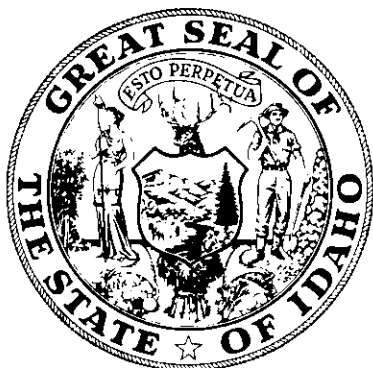
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **MANTECH, INC.**

_____ 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 MANTECH, INC.

to transact business in this State under the name MANTECH, INC.
_____ and attach hereto a duplicate original of the Application
for such Certificate.

Dated **August 13, 1984**



Robt J. Conarsen

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

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:

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SECRETARY OF
STATE

1. The name of the corporation is Mantech, Inc.

2. The name which it shall use in Idaho is Mantech, Inc.

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of the State of Utah

4. The date of its incorporation is November 22, 1982 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

50 West Broadway, Suite 801, Salt Lake City, Utah 84101

6. The address to which correspondence should be addressed, if different from that in item 5.

185 South State Street, Suite 204, Salt Lake City, Utah 84111

7. The street address of its proposed registered office in Idaho is Holden, Kidwell, Hahn & Crapo,
Idaho First National Bank Bldg., Idaho Falls, Idaho 83402, and the name of its proposed
registered agent in Idaho at that address is Kent W. Foster

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

To acquire and operate one or more hydroelectric facilities.

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Richard N. Greene</u>	<u>Director/President</u>	<u>1582 Orchard Dr., SLC, UT 84106</u>
<u>John Jay Poelman</u>	<u>Director/Vice-Pres.</u>	<u>186 East 1825 South, Orem, UT 84057</u>
<u>Arthur C. Herrick</u>	<u>Secretary</u>	<u>1815 S. State St., Ste. 450, Orem, UT 84057</u>
<u>James E. Fitch</u>	<u>Director</u>	<u>4653 N. Hillside Dr., Provo, UT 84604</u>
<u>Karen Kay Morgan</u>	<u>Asst. Secy/Treas</u>	<u>2220 E. 4800 So. #412, SLC, UT 84117</u>

(continued on reverse)

10. The aggregate number of shares which it has authority to issue, itemized by class, 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
50,000	Common	\$1.00

11. The aggregate number of its issued shares, itemized by class, 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
1,000	Common	\$1.00

12. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.
13. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: August 10, 1984

MANTECH, INC.

(Corporation Name)

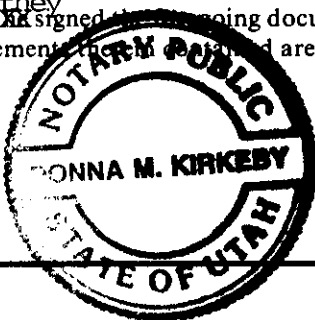
By Richard N. Greene
Its President/~~XXX President~~ (please specify)

and Karen Kay Morgan
Its ~~Secretary~~ Assistant Secretary (please specify)

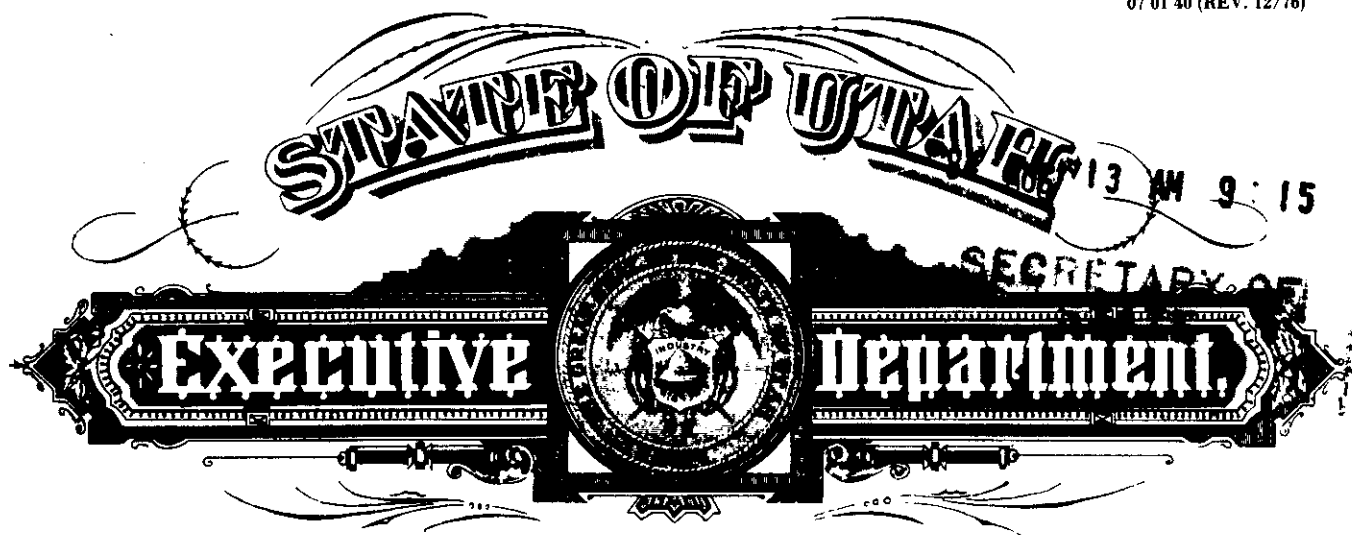
STATE OF UTAH)
COUNTY OF SALT LAKE) ss:

I, Donna M. Kirkeby, a notary public, do hereby certify that on this 10th day of August, 19 84, personally appeared before me Richard N. Greene and Karen Kay Morgan, who being by me first duly sworn, declared that ~~xx~~ they are ~~xx~~ the President & Asst. Secretary of Mantech, Inc.

that ~~xx~~ they signed the foregoing document as President & Asst. Secretary of the corporation and that the statements ~~xx~~ made are true.



Donna M. Kirkeby, Salt Lake City, Utah
Notary Public
My Commission Expires: July 16, 1986



Office of Lieutenant Governor

I, DAVID S. MONSON, LIEUTENANT GOVERNOR OF THE STATE OF UTAH, DO HEREBY CERTIFY THAT

MANTECH, INC.

is a Utah Corporation and qualified to do business in the State of Utah. A Certificate of such incorporation was issued from this office on November 22, 1982, and said corporation is in good standing,

AS APPEARS OF RECORD IN MY OFFICE.

File # 100891

IN WITNESS WHEREOF, I have
hereunto set my hand and affixed
the Great Seal of the State of Utah
at Salt Lake City, this 10th
day of August *A.D. 19* 84

David S. Monson

 Lieutenant Governor