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SECRETARY OF STATE
STATE OF IDAHO

**ARTICLES OF INCORPORATION
OF
HIGHLAND WEST ENERGY INC.**

KNOW ALL PERSONS BY THESE PRESENTS, the we, the undersigned, being natural persons of legal age, in order to form a corporation for the purposes hereinafter stated pursuant to the provisions of Title 30, Chapter 11 of the Idaho Code (hereinafter referred to as the "Code"), do hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation is HIGHLAND WEST ENERGY INC. (the "Corporation").

ARTICLE II

PURPOSE

The Corporation is organized to develop low emission energy production facilities, then sell the process through franchise to replicate low emission energy product facilities and to otherwise engage in any lawful act or activity for which corporations may be organized under the Code.

ARTICLE III

STOCK

The aggregate number of shares of stock which this Corporation shall have authority to issue shall be One Hundred (100) shares of stock, no par value.

ARTICLE IV

AMENDMENT

The articles of this Corporation may be amended by the affirmative vote of unanimous consent of all of the shares entitled to vote at the shareholders' meetings of the Corporation.

ARTICLE V

DURATION

The duration and term of existence of this corporation shall be perpetual.

ARTICLE VI

REGISTERED OFFICE AND REGISTERED AGENT

The address of the registered office of the Corporation is c/o 2336 West 5200 So, Rexburg, ID 83440. The name of the registered agent at that address is N. Paul Rogers. The registered office of the Corporation or the registered agent may be changed without amendment to the Articles of Incorporation by action of the Board of Directors.

ARTICLE VI

PREEMPTIVE RIGHTS OF THE SHAREHOLDERS

Preemptive rights are hereby expressly reserved to the shareholders and, in addition to the shares reserved to the shareholders by the Act, the shareholders of this Corporation shall have the preemptive right to the acquisition of any treasury stock of the Corporation at any time offered for sale. The preemptive rights reserved hereby shall entitle each shareholder of the Corporation to subscribe to shares, either unissued or treasury shares, in proportion to the holdings in the Corporation held by such shareholder on the date of issuance or release of said shares for sale by the said Corporation.

IDAHO SECRETARY OF STATE
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ARTICLE VIII
DIRECTORS

The Corporation shall have five (5) directors. The names and addresses of the directors are as follows:

NOLAN A. HILL
c/o 3613 N. Wild Flower Court
Lehi, UT 84043

MARLIN A. HILL
c/o 2336 W. 5200 So.
Rexburg, ID 83440

JUSTIN I. HILL
2461 Harold Drive
Idaho Falls, ID 83402

JOHN G. FOSTER
c/o 1668 Sage Hen Lane
Ammon, ID 83401

BRIAN J. HILL
104 South Hidden Valley Road
Rexburg, ID 83440

ARTICLE IX
OFFICERS

The names and addresses of the officers of the Corporation are as follows:

NOLAN A. HILL
c/o 3613 N. Wild Flower Court
Lehi, UT 84043

MARLIN A. HILL
c/o 2336 W. 5200 So.
Rexburg, ID 83440

JUSTIN I. HILL
2461 Harold Drive
Idaho Falls, ID 83402

JOHN G. FOSTER
c/o 1668 Sage Hen Lane
Ammon, ID 83401

BRIAN J. HILL
104 South Hidden Valley Road
Rexburg, ID 83440

ARTICLE X
INCORPORATOR

The name and address of the incorporator of the Corporation is as follows:


NAME
N. PAUL ROGERS

ADDRESS
780 Wooten Way
Blackfoot, ID 83221

ARTICLE XI
INDEMNIFICATION OF DIRECTORS AND OFFICERS


To the extent permitted under the laws of the State of Idaho, the Corporation shall indemnify its directors and officers from and against any and all loss, damage, liability, and expense incurred by such person as a consequence of actions taken by such person in connection with his or her responsibilities as a director or officer of the Corporation.

DATED this 13th day of February, 2012.


N. PAUL ROGERS, Incorporator

I, N. PAUL ROGERS, hereby accept the designation as registered agent of HIGHLAND WEST ENERGY INC.

DATED this 13th day of February, 2012.


N. PAUL ROGERS, Registered Agent

*Articles of Incorporation were adopted during a duly called meeting on Saturday, January 28, 2012 at the address of 3613 N. Wild Flower Court, Lehi, Utah.