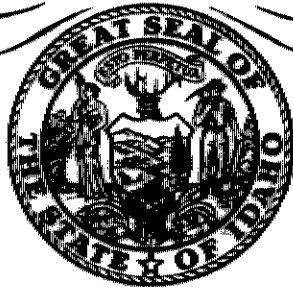


State of Idaho



Department of State

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the

CO-OP GAS & SUPPLY CO. INC.

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **Twenty-second** day of **October** 19 **65**, original articles of amendment, as provided by Section **22-2609 and 22-2610, Idaho Code,** amending Section 7, providing for distributions of net income in excess of dividends and additions to reserves,

and that the said articles of amendment contain the statement of facts required by law, and are recorded on ~~Film No.~~ **microfilm** of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have been amended accordingly.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **22nd** day of **October**, A. D., 19 **65**.

Secretary of State

SANDPOINT, IDAHO

1. That on August 13, 1965, the board of directors by a two-thirds majority vote of its members at a duly held meeting adopted a Resolution proposing to amend the Articles of Incorporation of the aforesaid association, which Resolution set forth the proposed amendment.

2. That thereafter and on September 9th 1965, Notices were mailed to each and every stockholder containing a copy of the Resolution to be voted upon at the stockholders' meeting to be held in the Community Hall in Sandpoint, Idaho, on September 23, 1965.

3. That at said time and place at least a two-thirds majority of the stockholders present, a quorum being present, duly adopted said proposed amendment as set forth in the Resolution and stated as follows:

RESOLVED, That Section 7 of Article III of the Articles of Incorporation of the CO-OP GAS & SUPPLY CO., INC., P. O. Sandpoint, Idaho, be and the same is hereby amended to read as follows:

"Section 7. The net income (Total Annual Net Savings) in excess of dividends and additions to reserves shall be distributed on the basis of patronage, and the records of the association may show the interest of patrons, stockholders of any classes, and members in the reserves as more fully provided in the By-laws."

BE IT FURTHER RESOLVED, That the President and Secretary of this association be and they hereby are, authorized and directed to make, execute and acknowledge a certificate under the corporate seal of this association and cause such certificate to be filed and recorded in the manner required by law.

IN WITNESS WHEREOF, we, the undersigned, have subscribed our names and caused the corporate seal of the said association to be hereto affixed this 23rd day of September, 1965.

(CORPORATE SEAL)

CO-OP GAS & SUPPLY CO., INC.

By John Macki
President
And Loe V. Kiebert
Secretary

STATE OF IDAHO)
COUNTY OF Banner) SS

John Macki and Loe V. Kiebert
being first duly sworn, on oath depose and say that they are respectively the President and Secretary of the CO-OP GAS & SUPPLY CO., INC., P. O. Sandpoint, Idaho, the association named in the foregoing Certificate; that said Certificate contains a true statement of the action of the members and board of directors of said association at the meetings duly held as aforesaid; that this Certificate is executed in behalf of said association by its express authority; and they further acknowledge the same to be their free act and deed and the free act and deed of said association.

John Macki
President
Loe V. Kiebert
Secretary

Subscribed and sworn to before me this 23rd day of September, 1965.

(NOTARIAL SEAL)

Kathryn Anderson
Notary Public Banner County

My Commission Expires 4-16-68