



Department of State.

**CERTIFICATE OF AMENDMENT
OF**

SNAKE RIVER POWER ASSOCIATION, INC.

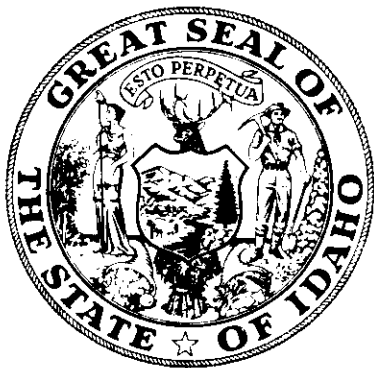
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that
duplicate originals of Articles of Amendment to the Articles of Incorporation of _____

SNAKE RIVER POWER ASSOCIATION, INC.

duly signed and verified pursuant to the provisions of the Idaho Nonprofit 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
Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles
of Amendment.

Dated _____ November 20 _____, 19 86 _____.



Pete T. Cenarrusa

SECRETARY OF STATE

Shirley J. Clark

Corporation Clerk

ARTICLES OF AMENDMENT
OF
RESTATED ARTICLES OF INCORPORATION
OF
SNAKE RIVER POWER ASSOCIATION, INC.

Nov 20 2 09 PM '86
SECRETARY OF STATE

We, the undersigned, Larry Burbank and Lew R. Greene, respectively President and Secretary-Treasurer of the Snake River Power Association, Inc., a non-profit corporation existing under and pursuant to the provisions and laws of the State of Idaho, do hereby certify that at a meeting of the members of said corporation held at Boise, Idaho on October 30, 1986, pursuant to waiver of notice of all of the members of the time, place and specific purpose thereof, at which meeting a majority of the total number of members was present, the following resolution was unanimously adopted:

RESOLVED, That Article III of the Articles of Incorporation be and the same hereby is amended to read as follows:

ARTICLE III. PURPOSE

The purpose for which the Corporation is organized is to provide and enhance the capability of consumer owned electrical utilities serving the States of Idaho, Nevada, Utah, Montana and Wyoming to provide the highest levels of reliable, cost-effective service to their consumers:

1. By owning, constructing, or operating electric generation, transmission, or distribution facilities dedicated to providing service to the electrical consumers of members of the Corporation.

2. By securing financing for such facilities.
3. By commencing legal action, in the name of the Corporation on behalf of its members, in all Federal and State courts and regulatory agencies, for the purpose of protecting and promoting the collective interests of the Corporation's members.
4. By encouraging, fostering, aiding and conducting investigations and disseminating the result of such investigations to the members of the Corporation.
5. By representing the members of the Corporation before Federal and State agencies, the Congress, the Idaho Legislature, and any other public or private entities in matters related to the generation, distribution, or transmission of electrical energy, and the financing of facilities to finance the same, for service to the members of the Corporation.
6. By taking any other actions allowed by law to advance the purpose of the Corporation.

Larry Burbank
Larry Burbank, President
Lew R. Greene
Lew R. Greene, Secretary-Treasurer

STATE OF IDAHO)
)ss.
County of)

Before me, a notary public, do hereby certify that on this 18th day of November, 1986, personally appeared Larry Burbank and Lew R. Greene, known to me to be the President and Secretary-Treasurer respectively of the Snake River Power Association, Inc., who, being by me first duly sworn, declared that they executed the foregoing Amendment in their official capacities as officers of the corporation, and that the statements therein contained are true.

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

[Signature]
Notary Public for Idaho
Residing at: