

FILED FOR RECORD  
SKAMIA, CO. WASH.  
BY *Avista Utilities*

Nov 5 4 45 PM '99

*Osborn*  
ADD. FOL.  
GARY M. OLSON

After Recording Return to:  
G. Nicholas Bergh, Paine Hamblen  
717 W. Sprague, Suite 1200  
Spokane WA 99201

### Certificate of the Corporate Secretary of Avista Corporation

The undersigned, T. L. Syms, Vice President and Corporate Secretary of Avista Corporation (the "Company"), a Washington corporation, does hereby certify that:

1. Attached hereto is a true and correct copy of the November 24, 1998 Articles of Amendment to the Articles of Incorporation of **The Washington Water Power Company**.
2. Pursuant to the Articles of Amendment, the name of the Company was changed to **Avista Corporation**, effective 12:01 a.m. on January 1, 1999.
3. The Articles of Amendment were filed with the Washington Secretary of State on December 2, 1998, the Oregon Secretary of State on December 30, 1998, the Idaho Secretary of State on January 5, 1999, the California Secretary of State on January 5, 1999, and the Montana Secretary of State on January 5, 1999.
4. The Articles of Amendment have been accepted by the Secretary of State office in each of the States of Washington, Oregon, Idaho (File No. C 4651), California (File No. A0518955) and Montana (Filing No. 234151-F3800), and filed in the records of the Secretary of State in each of said states.

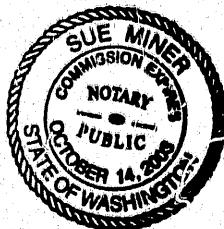
*T. L. Syms*  
T. L. Syms  
Vice President and Corporate Secretary  
Avista Corporation

STATE OF WASHINGTON }  
County of Spokane } ss.

*[Signature]*  
Notary Public  
My Comm. Expires 10/14/2003

I certify that I know or have satisfactory evidence that T. L. Syms is the person who appeared before me, and said person acknowledged that she signed the instrument, on oath stated that she was authorized to execute the instrument and acknowledged it as the Secretary of Avista Corporation, to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

Dated: October 14, 1999.



*Sue Miner*  
Sue Miner, Notary Public in and for the State of  
Washington, residing at Spokane  
Commission Expires: 10/14/2003

ARTICLES OF AMENDMENT TO  
THE ARTICLES OF INCORPORATION OF  
THE WASHINGTON WATER POWER COMPANY

FILED  
STATE OF WASHINGTON

DEC - 2 1998

November 24, 1998

RALPH MUNRO  
SECRETARY OF STATE

The Washington Water Power Company, a Washington corporation,  
does hereby execute the following Articles of Amendment:

I.

The name of the corporation is The Washington Water Power  
Company.

II.

The text of the amendment adopted is as follows:

"The Restated Articles of Incorporation of the Company,  
paragraph one of Article FIRST, be amended to read as follows:

"The name of this Corporation is Avista Corporation."

III.

The date of the amendment's adoption was August 14, 1998.

IV.

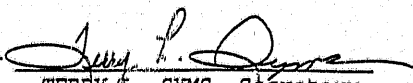
As shareholder action was not required, the amendment was  
adopted by the board of directors without shareholder action.

V.

The effective time and date of these Articles of Amendment is  
at 12:01 a.m. on January 1, 1999.

DATED this 24th day of November, 1998.

THE WASHINGTON WATER POWER  
COMPANY

By   
TERRY L. SYMS, Secretary