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FILED
STATE OF WASHINGTON
BY *Avista Utilities*

Nov 5 4 45 PM '99

Gary
GARY L. 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.

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

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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.

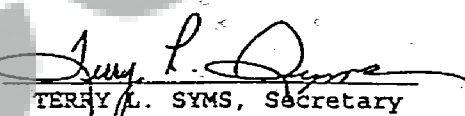
V.

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