

Document Number Only

F990000001102

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301

222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

99 FEB 26 AM 11:52

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

mtm
2/26

000002744030--4

-01/15/99-01074-006

*****70.00 *****70.00

Avista Corporation

☒ Profit

☐ NonProfit

☐ Limited Liability Company

☒ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Call if Problem

☐ Will Wait

☐ Merger

☐ Mark

☐ Other UCC-1 / UCC-3

☐ Change of R.A.

☐ Fictitious Name

☐ CUS

☐ After 4:30

☒ Pick Up

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☐ Certified Copy

☐ Call When Ready

☒ Walk In

☐ Mail Out

W99-1200

CONFIDENTIAL
997-70304

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99 JAN 15 AM 11:29
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

PLEASE RETURN EXTRA COPIES
FILE STAMPED
THANKS

CONNIE

1/15

Name
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 15, 1999

CT CORPORATION SYSTEM
660 EAST JEFFERSON STREET
TALLAHASSEE, FL 32301

SUBJECT: AVISTA CORPORATION
Ref. Number: W99000001200

8161a
Avista Utilities, Inc.

We have received your document for AVISTA CORPORATION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 399A00002216

Walk-In
Pick-up
2/26/99

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
JAN 26 1999

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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99 JAN 19 AM 9:52
DIVISION OF CORPORATIONS

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DIVISION OF CORPORATIONS
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BE IT RESOLVED that the Board of Directors hereby authorizes the appropriate Officers to file an application to do business in the state of Florida using the fictitious name of "Avista Utilities, Inc."; and

BE IT RESOLVED FURTHER that the appropriate Officers of the Company are and each of them hereby is authorized and directed to execute and deliver any and all such further agreements, instruments and other things as in the judgment of the Officers or Officers taking such action may appear necessary or appropriate to carry out the purpose of the foregoing resolution.

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:

1. Avista Corporation

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION", or words or
abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person
or partnership if not so contained in the name at present.)

2. Washington

(State or country under the law of which it is incorporated)

3. 91-0462470

(FEI number, if applicable)

4. March 15, 1889

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. January 1, 1999

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. P.O. Box 3647, Spokane, WA 99220-3647

(Current mailing address)

8. The production and delivery of energy.

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of
Florida)

9. Name and street address of Florida registered agent:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine
Island Road

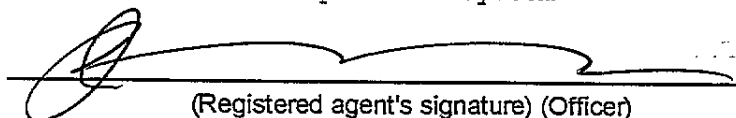
Plantation, Florida, 33324

(Zip Code)

10. Registered agent acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place
designated in this application. I hereby accept the appointment as registered agent and agree to act in this capacity. I
further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties,
and I am familiar with and accept the obligation of my position as registered agent.*

C T Corporation System



(Registered agent's signature) (Officer)

Jack Caskey, Asst. Vice President

(Type Name and Title of Officer)

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11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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Avista Corporation
1411 E. Mission Ave.
Spokane, WA 99202
(509) 495-4140

(The above address applies to all officers and directors.)

Directors:

David A. Clack
Sarah M.R. (Sally) Jewell
John F. Kelly
Thomas M. Matthews
Eugene W. Meyer
Bobby Schmidt
Larry A. Stanley
R. John Taylor
Daniel J. Zaloudek

Officers:

Thomas M. Matthews	Chairman of the Board, President & Chief Executive Officer
Jon E. Eliassen	Senior Vice President & Chief Financial Officer
Gary G. Ely	Senior Vice President & General Manager - Energy Trading & Market Svs.
David J. Meyer	Senior Vice President & General Counsel
Robert D. Fukai	Vice President - External Relations
JoAnn G. Matthiesen	Vice President - Human Resources
Ronald R. Peterson	Vice President & Treasurer
Terry L. Syms	Vice President & Corporate Secretary
Edward H. Turner	Vice President & General Manager - Energy Delivery
Roger D. Woodworth	Vice President - Corporate Development
Julie V. Shanholtzer	Assistant Corporate Secretary
Dorothy K. Mercer	Assistant Treasurer
Diane C. Thoren	Assistant Treasurer
Robert R. Hanson	Assistant Controller

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Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.



(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. T.L. Syms, Vice President and Corporate Secretary

(Typed or printed name and capacity of person signing application)

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STATE of WASHINGTON



SECRETARY of STATE

I, **RALPH MUNRO**, *Secretary of State of the State of Washington and custodian of its seal*,
hereby issue this

CERTIFICATE OF EXISTENCE/AUTHORIZATION
OF
AVISTA CORPORATION

I FURTHER CERTIFY that the records on file in this office show that the
above named profit corporation was formed under the laws of the
State of Washington and was issued a Certificate of Incorporation
in Washington on March 15, 1889.

I FURTHER CERTIFY that as of the date of this certificate, no Articles of Dissolution
have been filed, and that the corporation is duly authorized to
transact business in the corporate form in the State of Washington.


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DIVISION OF CORPORATIONS



Date: January 11, 1999

*Given under my hand and the Seal of the State
of Washington at Olympia, the State Capital*


S. H. MUNRO
Ralph Munro, Secretary of State