

STATE OF INDIANA)
) SS:
COUNTY OF GREENE)

Copied

The undersigned County Recorder of GREENE County,
State of Indiana, hereby certifies that on the 14th day of APRIL
1936, a copy of the Articles of Incorporation of Utilities
District of Western Indiana Rural Electric Membership Corporation, bearing
the approval and file mark of the Secretary of State of the State of Indiana
was filed in said Recorder's office and recorded in _____
CHATTEL FILE

and that a true copy thereof is attached hereto.

Undersigned further certifies that on the 1st day of
JUNE, 1946, a copy of Articles of Amendment of said corporation
and bearing said approval and file mark of said Secretary of State was filed
in said Recorder's office and recorded in _____
FILED

and that a true copy thereof is attached hereto.

Witness my hand and official seal this 18th day of
MAY, 1970.

Valis D. Bingham
VALIS D. BINGHAM, BY: MW
Recorder of GREENE County,
Indiana

ARTICLES OF INCORPORATION
OF
UTILITIES DISTRICT OF WESTERN INDIANA
RURAL ELECTRIC MEMBERSHIP CORPORATION

FEB 24 1936

RICHARD W. SHARPLESS
SECRETARY

APPROVED
AND
FILED

APR 13 1936

August G. Mueller
SECRETARY OF DISTRICT

We, the undersigned, hereinafter designated as organizers and incorporators, being eleven (11) natural persons who are residents of the territory in which the operations of a proposed local district rural electric membership corporation are to be conducted, and who are desirous of using electric energy to be furnished by this corporation, and who have hereinafter subscribed to these articles of incorporation and paid a minimum membership fee, do associate ourselves together to form a corporation, not for pecuniary profit, under the Rural Electric Membership Corporation Act, approved March 9, 1935, for the purpose of promoting and encouraging the fullest possible use of electric energy in the state at the lowest cost consistent with sound economy and prudent management of the business of the corporation we desire to form.

The undersigned, Wayne Wakefield, Chas. Wilson, Crec Carroll, Herman Wolfe, Emmerson Blackmore, Albert Richards, Walter F. Carroll, Oren Hamilton, Wm. Osborn, Marshall Jones, George Strauser, do certify that we are organizers and incorporators of such corporation, pursuant to said Act;

That we are residents of the territory in which the operations of this corporation are to be conducted;

That we are desirous of using electric energy to be furnished by this corporation;

① That we represent a group of citizens, who are more than one-half of the rural residents of all of the territory described in these Articles of Incorporation, who have subscribed to these articles and have made a minimum payment for membership in such corporation as provided by law and by these articles of incorporation.

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In accordance with the terms of said Act the undersigned incorporators hereby authorize Walter A. Carroll, an organizer and incorporator, to petition the Public Service Commission of the State of Indiana, praying the Commission to grant a Certificate of Public Convenience and Necessity for the organization and operations of the proposed corporation, and we hereby adopt the following Articles of Incorporation, to-wit:

Article 1. NAME. The name of this Corporation shall be UTILITIES DISTRICT OF WESTERN INDIANA RURAL ELECTRIC MEMBERSHIP CORPORATION. For any purposes except in signatures and in agreements regarding the promise to pay money, such Corporation shall be sufficiently identified if referred to as "UTILITIES DISTRICT OF WESTERN INDIANA RURAL ELEC."

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4 Article 2. TERRITORY. This Corporation shall be a local district corporation, whose operations are to be conducted in all the territory of Greene County in the State of Indiana, which territory is outside of any incorporated city or town; and not including any territory already being served with energy by any public or municipally owned utility.

Article 3. PRINCIPAL OFFICE. The location of the principal office of the corporation shall be in the town of Bloomfield in Greene County, Indiana, and its post office address shall be Bloomfield, Indiana.

Article 4. NUMBER OF DIRECTORS. The number of directors shall not be less than three (3) nor more than fifteen (15).

Article 5. DIRECTORS FOR FIRST YEAR. The names and addresses of the directors who are to manage the affairs of the Corporation and constitute its governing body, during and for the first year of its existence and/or until their successors are chosen, shall be as follows:

NAME:

Wayne Wakefield

Chas. Wilson

Walter F. Carroll

Albert Richards

Herman Wolfe

ADDRESS:

Switz City, Indiana.

Owensburg, Indiana.

Bloomfield, Indiana.

Linton, Indiana.

Jasonville, Indiana.

Each of the directors as above named is duly qualified by law to serve as a director.

Article 6. DURATION. There shall be no limit to the duration of this Corporation but it shall be in perpetual existence.

Article 7. TERMS AND CONDITIONS OF MEMBERSHIP. The terms and conditions upon which members of the Corporation shall be admitted are as follows:

(a) Members shall include each natural person signing the Articles of Incorporation and each natural person, firm, association, corporation, business trust, partnership or body politic admitted to membership in this Corporation.

+ (b) No person, association, corporation, business trust, partnership or body politic shall become or remain a member unless such person shall use energy supplied by such corporation and shall have complied with terms and conditions in respect to membership contained in the by-laws of this Corporation.

(c) An applicant for membership shall make application in writing stating that he or she desires to become a member and shall pay a minimum membership fee of not less than three (\$3.00) dollars, to be paid as follows: one (\$1.00) dollar when application is made and the balance of not less than two (\$2.00) dollars when membership certificate is issued; such application

shall be deemed an acceptance of the articles of incorporation.

One member of a family or household may make one application for the entire family or household and pay one membership fee and such application and payment of one membership fee shall be deemed a payment of minimum membership fee and acceptance of the articles of incorporation by all the members of the family or household.

(d) Members violating the law governing this Corporation or the by-laws of this Corporation may be expelled or suspended in conformity with provisions of the by-laws regarding the suspension or termination of membership. Members who have been expelled or suspended may be readmitted to membership upon compliance with the law governing this corporation, and the by-laws of this corporation.

(e) Members shall be entitled to vote at the meetings of this Corporation according to the law governing this corporation and its by-laws.

(f) This local district rural electric corporation may apply, on behalf of its members, for membership in the INDIANA STATEWIDE RURAL ELECTRIC MEMBERSHIP CORPORATION. Such application, if made, shall be made by a petition of the directors and a majority vote of the members of this corporation.

Article 8. BY LAWS GENERALLY. By-laws shall be adopted by the board of directors covering any or all matters necessary or desirable in the opinion of a majority of such board of directors and not inconsistent with law.

Article 9. PURPOSES. The purposes of this Corporation are to render service to its members but not for the purpose of pecuniary profit; and for the purpose of promoting and encouraging the fullest possible use of electric energy in the State by making electric energy available to the inhabitants of rural areas of Greene County, State of Indiana, at the lowest cost consistent with

sound economy and prudent management of the business of the Corporation. The Corporation shall furnish reasonably adequate services and facilities to its members and to such applicants for membership and service as are lawfully entitled thereto, upon their being received into membership in accordance with law, these Articles of Incorporation and the by-laws.

In accordance with such purposes the charges for energy and for every other service rendered to members shall be on a fair and non-profit basis, and any savings over necessary expenses, lawful disbursements, and/or reserves required by law, shall be distributed among the patrons as by law required.

In witness whereof, The undersigned Organizers and Incorporators have this 10th day of February, 1936 executed these Amended Articles of Incorporation, at Bloomfield, Indiana, in four original copies; one copy for filing with the Public Service Commission; one copy for filing with the Secretary of State of Indiana; one copy for the records of the Corporation and one copy to be filed with the Recorder of Greene County, if and when the Public Service Commission shall have approved these Articles of Incorporation and a copy of their order has been attached to said original copies hereof.

Wayne W. Wakefield

Switz City, Indiana.

Chas Wilson

Owensburg, Indiana.

Cree Carroll

Bloomfield, Indiana.

Hermon Wake

Jasonville, Indiana.

Emerson Blackmon

Scotland, Indiana.

Albert Richards

Linton, Indiana.

Walter F. Carroll

Bloomfield, Indiana.

Oren Hamilton

Bloomfield, Indiana.

Wm Asben

Owensburg, Indiana.

Marshall Jones

Owensburg, Indiana.

George Hansen

Switz City, Indiana.


STATE OF INDIANA }
Greene County } ss;

Before me, the undersigned, a Notary Public, personally appeared Wayne Wakefield, Chas. Wilson, Cree Carroll, Herman Wolfe, Emerson Blackmore, Albert Richards, Walter F. Carroll, Oren Hamilton, Em. Osborn, Marshall Jones, George Strauser, and each acknowledged the execution of the above and foregoing Articles of Incorporation of the UTILITIES DISTRICT OF WESTERN INDIANA RURAL ELECTRIC MEMBERSHIP CORPORATION for the purposes therein stated.

Subscribed and sworn to before me this 10th day of February, 1936.

WITNESS my hand and notarial seal this 10th day of February, 1936.

My Commission Expires
March 23rd 1939

A circular notary seal for the State of Indiana. The outer ring contains the text "STATE OF INDIANA". The inner circle contains the text "NOTARY PUBLIC".
Walter J. Wakefield
Notary Public

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STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE
August G. Mueller, Secretary of State

To Whom These Presents Come, Greeting:

WHEREAS Articles of Incorporation, duly signed and acknowledged, having no capital stock, have been filed in the office of the Secretary of State on the 13th day of April, 1936, for the organization of

UTILITIES DISTRICT OF WESTERN INDIANA RURAL
ELECTRIC MEMBERSHIP CORPORATION,

which corporation shall be a local district corporation, under and in accordance with the provisions of an Act entitled "An Act providing for the formation of non-profit membership corporations to be known as rural electric membership corporations for the purpose of promoting and encouraging the fullest possible use of electric energy in the state by making electric energy available to the inhabitants of rural areas of the state at the lowest cost consistent with sound economy and prudent management of the business of such corporations; providing for the rights, powers and duties of such corporations; authorizing and regulating the issuance of revenue obligations by such corporations; and providing for the payment of such obligations and the rights of the holders thereof and declaring an emergency", approved March 9, 1935,

NOW, THEREFORE, I, August G. Mueller, Secretary of State of the State of Indiana, do hereby certify that said Articles are now of record and on file in this office as by law provided.

In Witness Whereof, I have hereunto set my
hand and affixed the seal of the State of Indiana,
at the City of Indianapolis, this 13th day
of April, 1936.

August G. Mueller
August G. Mueller Secretary of State.
By Joseph O. Hoffmann
Joseph O. Hoffmann Deputy.

