

To all to whom these Presents Shall Come, Greeting:

Whereas, a CERTIFICATE, duly signed and acknowledged, has been filed in the Office of the Secretary of State, on the 9th day of September A.D. 1936 for the organization of the

MENARD ELECTRIC COOPERATIVE

under and in accordance with the provisions of "AN ACT CONCERNING CORPORATIONS" approved April 18, 1872, and in force July 1, 1872, and all acts amendatory thereof, a copy of which certificate is hereto attached;

Now Therefore, I, EDWARD J. HUGHES, Secretary of State of the State of Illinois, by virtue of the powers and duties vested in me, by law, do hereby certify that the said

MENARD ELECTRIC COOPERATIVE

is a legally organized Corporation under the laws of this State.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, Done at the City of Springfield this 9th day of September A.D. 1936 and of the Independence of the United States the one hundred and 61st.



Edward J. Hughes  
SECRETARY OF STATE.

PAID

STATE OF ILLINOIS,

SEP - 9 1936 FEE \$10

MEWARD

County,

ss.

L.F. \$  
F.T. \$  
F.F. \$

10.00

W

To EDWARD J. HUGHES, Secretary of State:

We, the undersigned A. E. Becker, Henry B. Colby, ~~Henry Woodman~~, A. E. Hurie, ~~XXXXXX~~  
~~XXXXXX~~ W. H. Montgomery, Arthur Moore, ~~XXXXXX~~ and H. G. Winkelmann

citizens of the United States, propose to form a corporation under an Act of the General Assembly of the State of Illinois, entitled, "An Act concerning Corporations," approved April 18, 1872, and all Acts amendatory thereof; and for the purpose of such organization we hereby state as follows, to-wit:

1. The name of such corporation is Menard Electric Cooperative

2. The object or objects for which said corporation is formed are:

(a) To generate, manufacture, purchase, acquire and accumulate electric energy for its members and to transmit, distribute, furnish, sell and dispose of such electric energy to its members only, and to construct, erect, purchase, lease and in any manner acquire, own, hold, maintain, operate, sell, dispose of, lease, exchange and mortgage plants, buildings, works, machinery, equipment and supplies and electric transmission and distribution lines or systems necessary, convenient or useful for carrying out and accomplishing any of the foregoing purposes.

(b) To acquire, own, hold, exercise and, to the extent permitted by law, to mortgage, pledge, hypothecate and in any manner dispose of permits, rights, privileges, licenses and easements necessary, useful or convenient for carrying out and accomplishing any of the purposes of said corporation.

(c) To purchase, lease, and in any manner acquire, own, hold, maintain, sell, lease, exchange, mortgage, pledge and in any manner dispose of any and all real and personal property which may be necessary, useful or convenient to carry out and accomplish any of the purposes of said corporation.

(d) To assist its members to wire their premises and install therein electrical and plumbing appliances, fixtures, machinery, supplies, apparatus, and equipment of any and all kinds and character and, in connection therewith and for such purposes, to purchase, acquire, lease, sell, distribute, install and repair electrical and plumbing appliances, fixtures, machinery, supplies, apparatus, and equipment of any and all kinds and character and to receive, acquire, endorse, pledge, guarantee, hypothecate, transfer or otherwise dispose of notes and other evidences of indebtedness and all security therefor.

(e) To borrow money, to make and issue bonds, notes and other evidences of indebtedness, secured or unsecured, for moneys borrowed or in payment for property acquired, or for any of the other objects or purposes of said corporation; to secure the payment of such bonds, notes or other evidences of indebtedness by mortgage or mortgages, or deed or deeds of trust upon, or by the pledge of or other lien upon, any or all of the property, rights, privileges or permits of said corporation, wheresoever situated, acquired or to be acquired.

(f) To make advances and the extension of credit to or for account of members and take any form of obligation or security therefor, to acquire, hold, transfer or pledge any note or other obligation, and to make any contract, endorsement or guaranty deemed desirable incident to the transfer or pledge of any such obligation, note or security.

(g) To do all such things as may be useful, necessary or convenient for the accomplishment of the purposes in this Section 2 expressed or any of them, provided, however, that said corporation shall not be operated for pecuniary profit to said corporation or to its members. Said corporation shall render no service to or for the public.



To all to whom these Presents Shall Come, Greeting:

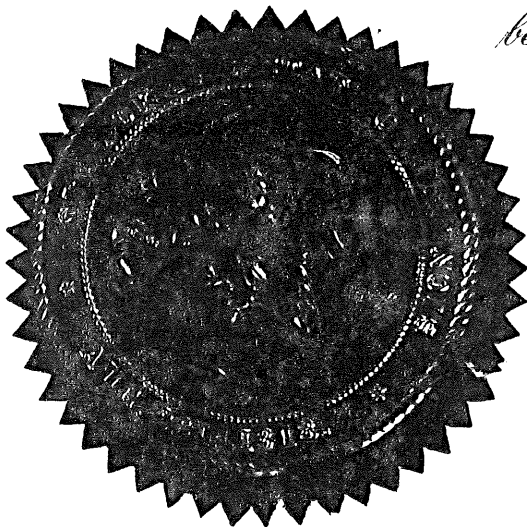
Whereas, Articles of Amendment to the Articles of Incorporation duly signed and verified, of MENARD ELECTRIC COOPERATIVE, an  
ILLINOIS CORPORATION

have been filed in the Office of the Secretary of State on the 29th  
day of July A. D. 19 70, as provided by the "GENERAL NOT  
FOR PROFIT CORPORATION ACT" of Illinois, approved July 17, 1943, in force  
January 1, A. D. 1944;

Now Therefore, I, PAUL POWELL, Secretary of State of the State of Illinois,  
by virtue of the powers vested in me by law, do hereby issue this Certificate of  
Amendment and attach thereto a copy of the Articles of Amendment to  
the Articles of Incorporation of the aforesaid corporation.

In Testimony Whereof, I thereto set my hand, and cause to  
be affixed the Great Seal of the State of Illinois.

Done at the City of Springfield this 29th  
day of July AD. 19 70 and  
of the Independence of the United States  
the one hundred and 95th.



Paul Powell

SECRETARY OF STATE

To Be Filed  
In Duplicate  
Filing Fee \$10.00

FORM NP-35

(DO NOT WRITE IN THIS SPACE)

Date 7-29-70

ARTICLES OF AMENDMENT  
to the  
ARTICLES OF INCORPORATION  
under the

Filing Fee \$ 10.00

Clerk C

GENERAL NOT FOR PROFIT CORPORATION ACT

To PAUL POWELL, Secretary of State, Springfield, Illinois.

The undersigned corporation, for the purpose of amending its Articles of Incorporation and pursuant to the provisions of Section 35 of the "General Not For Profit Corporation Act" of the State of Illinois, hereby executes the following Articles of Amendment:

1. The name of the corporation is: Menard Electric Cooperative, an Illinois Corporation

2. There are 5012 members, having voting rights with respect to amendments:  
(Insert "no" or "some")

*(Strike paragraphs (a), (b), or (c) not applicable)*

3. (a) At a meeting of members, at which a quorum was present, held on February 21, 1970 same receiving at least two-thirds (2/3) of the votes entitled to be cast by the members of the corporation present or represented by proxy at such meeting.

~~(b) By a consent in writing signed by all members of the corporation entitled to vote with respect thereto,~~

~~(c) At a meeting of directors (members) having the voting rights with respect to amendments held on~~

~~XXXXXX, same receiving the votes of a majority of the directors then in office, the~~

following amendment or amendments were adopted in the manner prescribed by the "General Not For Profit Corporation Act" of the State of Illinois:

RESOLVED, That the Charter and Articles of Incorporation of the Cooperative be amended by striking the sentence "Said Corporation shall render no service to or for the public" as it appears in Item 7, paragraph 2 of the Statement of Purpose in the Cooperative Charter filed with the Secretary of State of the State of Illinois.

IN WITNESS WHEREOF, the undersigned corporation has caused these Articles of Amendment to be executed in its name by its \_\_\_\_\_ President, and its \_\_\_\_\_ Secretary, this 25th day of May, 19 70.

**MENARD ELECTRIC COOPERATIVE**  
**An Illinois Corporation**  
\_\_\_\_\_  
(Exact Corporate Title)

Place  
(CORPORATE SEAL)  
Here

By Dale Lepper  
Its \_\_\_\_\_ President  
Robert F. Zook  
Its \_\_\_\_\_ Secretary

STATE OF ILLINOIS  
COUNTY OF MENARD } ss.

I, \_\_\_\_\_ the undersigned \_\_\_\_\_, a Notary Public, do hereby certify that on the 25th day of May, 19 70, Dale Lepper, President  
(Acknowledgment by either officer is sufficient)  
personally appeared before me and, being first duly sworn by me, acknowledged that \_\_\_\_\_ he signed the foregoing document in the capacity therein set forth and declared that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year before written.

Place  
(NOTARIAL SEAL)  
Here

[Signature]  
Notary Public.

FORM NP-35  
Box \_\_\_\_\_ File \_\_\_\_\_  
ARTICLES OF AMENDMENT  
to the  
ARTICLES OF INCORPORATION  
of  
Menard Electric Cooperative

**FILED**

APR 29 1970

[Signature]  
Secretary of State

Filing Fee \$10.00

(6885-10M-3-69) 14