

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY

OF

TOWN & COUNTRY ELECTRIC INC.

dba T & C ELECTRICAL CONSTRUCTION SERVICES OF IDAHO, INC.

File Number C 123482

I PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the Application for such Certificate.

Dated: April 8, 1998



Pete T. Cenarrusa
SECRETARY OF STATE

By *Jonny Harold*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

To the Secretary of State of Idaho

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is Town & Country Electric Inc.
2. The name which it shall use in Idaho is T & C Electrical Construction Services of Idaho, Inc.
3. It is incorporated under the laws of Wisconsin
4. Its date of incorporation is 2/12/98
5. The address of its principal office is 2662 American Drive, Appleton, Wisconsin 54915
6. The address to which correspondence should be addressed, if different than item 5, is P.O. Box 627 Appleton, Wisconsin 54912-0627
7. The street address of its registered office in Idaho is 300 North 6th Street, Boise, Idaho 83701, and its registered agent in Idaho at that address is C T Corporation System
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
See attached list of directors and officers		

Dated: March 19, 1998

Town & Country Electric Inc.

(Corporation name)

By

Brenda Severa

Brenda Severa

Its

Secretary

(specify capacity of signer)

Customer Acct #

IDAHO SECRETARY OF STATE

(if using pre-paid account)

CK: 107061584 CT: 21069 BH: 95749

1 @ 100.00 = 100.00 AUTH PRO
1 @ 20.00 = 20.00 EXPEDITE C

g:\corp\forms\ACA2.pmf Revised 4/97

Town & Country Electric Inc.
2662 American Drive P.O. Box 627 Appleton WI 54912-0627
(920) 738-1500
(920) 738-1515 FAX

DIRECTORS/OFFICERS LISTING

Roland G. Stephenson President and Treasurer	Town & Country Electric Extension 131	Residence 1120 E. Nawada St. Appleton, WI 54911 (920) 739-4690	Director/ Officer
Robert C. Stephenson Vice President of Sales	Town & Country Electric Extension 145	Residence 1522 W. Prospect Ave. Appleton, WI 54914 (920) 739-4114	Director/ Officer
Richard A. Schinke, Jr. Vice President of Operations	Town & Country Electric Extension 147	Residence 2340 Stroebe Island Dr. Appleton, WI 54914 (920) 733-2199	Director/ Officer
Brenda Severa Secretary	Town & Country Electric Extension 148	Residence 1211 Morris Avenue Green Bay, WI 54304 (920) 494-7318	Officer
Charles J. Seghers Vice President of Administration	Town & Country Electric Extension 123	Residence 1401 Chickadee Lane Appleton, WI 54915 (920) 731-2179	Officer
Eliot Elfiner	St. Norberts College (920) 403-3233 (920) 337-4098 FAX	Residence Bitters Court Green Bay, WI 54301 (920) 336-7175	Director
Daniel Napuck	Napuck Salvage & Supply (920) 722-2854	Residence 975 Bridgewood Drive Neenah, WI 54956 (920) 725-2156	Director
Anthony Rosecky	Independent Consultant	Residence 1727 S. Perkins Street Appleton, WI 54914 (920) 731-7332	Director
Daniel Spalding (Maria)	School Specialty-Valley Division P.O. Box 1579 Appleton, WI 54913-1579 (920) 734-5712 (920) 734-5112 FAX	Residence 350 Park Street Menasha, WI 54952	Director
Robert Torgerson	Torgerson Law Office S.C. P.O. Box 453 Neenah, WI 54957 (920) 725-8421 (920) 725-9210 FAX	Residence 3139 Westfield Ridge Neenah, WI 54956	Director
H.L. (Buddy) Eidel	Tri-City Electrical Contractors, Inc. 430 West Drive, PO Box 160849 Altamonte Springs, FL 32716-0849 (407) 788-3500 (407) 682-7353 FAX	Residence 1260 Alabama Drive Winter Park, FL 32789	Director

4/10/97

Certified Copy of Resolution

CORPORATION ADOPTING A FICTITIOUS
NAME FOR USE IN THE STATE OF IDAHO

I, the undersigned Brenda Severa, do hereby
certify that the following is a true, complete and correct copy of a certain reso-
lution of the Board of Directors of Town & Country Electrical Incorporation duly
organized and existing under the laws of the State of Wisconsin, which
resolution was duly adopted at a duly called meeting of the said Board, held on
 , 1998, a quorum being present, and is set forth in the minutes of
said meeting; that I am the keeper of the corporate seal and of the minutes and
records of this corporation and the said resolution has not been rescinded or
modified:

"RESOLVED that Town & Country Electric Inc.,
organized and existing in the State of
Wisconsin, hereby adopts
the name T & C Electrical Construction Services of Idaho, Inc.
for use in the State of Idaho for all purposes;
and further resolved that the officers of the
corporation are authorized and directed to take
all steps that they deem necessary and appro-
priate to qualify the corporation to do business
within the State of Idaho under the name
T & C Electrical Construction Services of."
Idaho, Inc.

Dated March 19, 1998.

Town & Country Electric Inc.

By [Signature]

Its Corporate President

and [Signature]

Its Corporate Secretary

STATE OF WISCONSIN)
COUNTY OF WINNEBAGO) ss:

I, Elizabeth A. Kent, a notary public, do hereby
certify that on this 19th day of March, 1998,
personally appeared before me Roland G. Stephenson, who being by me first
duly sworn, declared that he is the President of
Town & Country Electric Inc.,
that he signed the foregoing document as President of the
corporation and that the statements therein contained are true.

Elizabeth A. Kent.
Notary Public

United States of America

State of Wisconsin

MAR 30 11 18 AM '98

DEPARTMENT OF FINANCIAL INSTITUTIONS SECRETARY OF STATE :

To All to Whom These Presents Shall Come, Greeting:

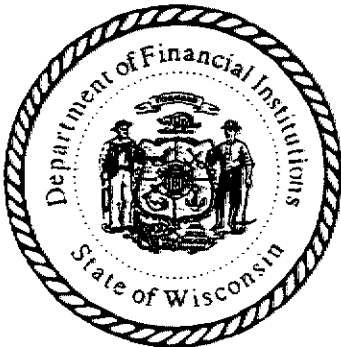
I, RICHARD L. DEAN, Secretary, Department of Financial Institutions, do hereby certify that


TOWN & COUNTRY ELECTRIC, INC.

is a domestic corporation organized under the laws of this state and that its date of incorporation is FEBRUARY 12, 1998.

I further certify that said corporation has not yet completed its initial report year and, accordingly, has not filed an annual report under sec. 180.1622, 180.1921, or 181.651 of the Wisconsin Statutes; and that said corporation has not filed articles of dissolution.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department on MARCH 16, 1998.




Richard L. Dean, Secretary

Department of Financial Institutions

BY: 

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.