

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE

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ARTICLES OF INCORPORATION
of
WARREN ELECTRIC COOPERATIVE, INC.

To the Department of State.
Commonwealth of Pennsylvania:

In compliance with the requirements of the "Electric Cooperative Corporation Act", approved June 21, 1937, the undersigned, all of whom are natural persons of the age of twenty-one years or more and residents of the Commonwealth, desiring that they may be incorporated as an electric cooperative corporation, do hereby CERTIFY:

ARTICLE I.

The name of the corporation is Warren Electric Cooperative, Inc.

ARTICLE II.

The purpose for which the corporation is organized is to engage in rural electrification by any one or more of the following methods:

- A. The furnishing of electric energy to members in rural areas who are not receiving central station service.
- B. Assisting in the wiring of the premises of members in rural areas, or the acquisition, supply or installation of electrical or plumbing equipment therein, and
- C. The furnishing of electric energy, wiring facilities, electrical or plumbing equipment or services to any other corporation organized under the "Electric Cooperative Corporation Act" or to the members thereof.

ARTICLE III

The names and addresses of the incorporators who shall serve as directors and manage the affairs of the corporation until its first annual meeting of the members or until their successors are elected and qualified are as follows:

W C Bindley.....Bearlake, Pennsylvania
Leon Bennink.....Route 6, Corry, Pennsylvania
Leon Whiteley.....Route 1, Spring Creek, Penna
Mrs. R H Burkey.....Route 1, Bear Lake, Penna
Mrs. Carl Spelling.....Route 1, Bear Lake, Penna
Paul Trisket.....Route 1, Columbus, Penna
Mrs. Emma Carroll.....Corry, Pennsylvania
Nash Bailey.....Route 1, Bear Lake, Penna.
Will Armitage.....Route 1, Spring Creek, Penna

ARTICLE IV

The number of directors of the corporation is fixed at nine (9), at least three (3) of whom shall be elected by the members at each annual meeting of members. The bylaws shall provide for the powers, qualifications, term of office, compensation, method of filling vacancies, and other matters concerning directors.

ARTICLE V.

The address of the principal office of the Cooperative shall be 408 Main Street, Borough of Youngsville, County of Warren, Commonwealth of Pennsylvania, and the name and address of its agent upon whom process may be served is JOHN H. STEWART, ESQ., Warren National Bank Building, Warren Borough, Warren County, Pennsylvania.

ARTICLE VI

The duration of the corporation is perpetual.

ARTICLE VII

Section 1. Any person, firm, corporation or body politic in a rural area proposed to be served by the corporation who or which is not receiving central service may become a member in the corporation by:

- (a) paying the membership fee specified in the by-laws of the corporation.
- (b) agreeing to purchase from the corporation electric energy as specified in the by-laws of the corporation, and
- (c) agreeing to comply with and be bound by these articles of incorporation and the by-laws of the corporation and any amendments thereto and such rules and regulations as may from time to time be adopted by the board of directors, provided, however, that no person, firm, corporation or body politic shall become a member unless and until he or it has been accepted for membership by the board of directors or by the members of the corporation.

Section 2. The by-laws of the corporation may fix other terms and conditions upon which persons shall be admitted to and retain membership in the corporation not inconsistent with these articles of incorporation or the Act under which the corporation is organized.

ARTICLE VIII

Section 1. The private property of the members of the corporation shall be exempt from execution for debts of the corporation and no member shall be individually liable or responsible for any debts or liabilities of the corporation.

Section 2. The board of directors shall have the power to make such rules and regulations not inconsistent with law, these articles of incorporation or the by-laws of the corporation as it may deem advisable for the management, administration and regulation of the business and affairs of the corporation.

Section 3. As long as the total number of members does not exceed one thousand (1,000), at least ten per cent (10%) of the total number present in person or represented by proxy shall constitute a quorum for the transaction of business at all meetings of the members provided at least five per cent (5) of the total number of members are present in person. In case the total number of members shall exceed one thousand (1,000) then at least one hundred (100) of the members present in person or represented by proxy shall constitute a quorum for the transaction of business at all meetings of the members. If less than a quorum is present at any meeting, a majority of those present in person or represented by proxy may adjourn the meeting from time to time without further notice.

IN WITNESS WHEREOF, the incorporators have hereunto signed their names the 17 day of December, A.D. 1938.

<u>W C Bindley</u>	(Seal)
<u>Leon Bennink</u>	(Seal)
<u>Leon Whiteley</u>	(Seal)
<u>Mrs. R H Burkey</u>	(Seal)
<u>Mrs. Carl Spelling</u>	(Seal)
<u>D P Trisket</u>	(Seal)
<u>Emma B Carroll</u>	(Seal)
<u>E N Bailey</u>	(Seal)
<u>Will Armitage</u>	(Seal)