

ARTICLES OF INCORPORATION

OF

ANZA ELECTRIC COOPERATIVE, INC.
AMENDED MAY 22, 2015

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, have this day voluntarily associated ourselves together for the purposes of forming a Cooperative corporation under and pursuant to Title I, Division 3, Part 2 of the Cooperative Code of the State of California, and

WE DO HEREBY CERTIFY:

ARTICLE I

The name of said corporation is: ANZA ELECTRIC COOPERATIVE, INC.

ARTICLE II

That the nature of the business, objects and purposes to be transacted, promoted and carried on by the corporation are:

(a) To construct, erect, purchase, lease as lessee and in any manner acquire, own, hold, maintain, operate, sell, dispose of, lease as lessor, exchange and encumber plants, buildings, works, machinery, apparatus, equipment, antennas, wireless and fiber optic networks, cabling, electric generating plants, transmission and distribution lines and systems, and to use the foregoing to (i) 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; (ii) to provide communications in connection with electric energy operations and provision of electric energy pursuant to clause (i) above and to provide fiber optic services such as broadband internet access services, voice over Internet Protocol telephone service, video services, and other similar services that may be requested or desirable to commercial, residential and other members; and (iii) to do any other act necessary, useful and convenient for carrying out and accomplishing any or all of the foregoing purposes:

(b) To acquire, purchase, own, hold, use, exercise, and to the extent permitted by law, to sell, mortgage, pledge, hypothecate, or otherwise encumber and in any manner dispose of franchises, rights, privileges, licenses, rights of way and easements necessary, useful or appropriate to accomplish any or all of the purposes of the corporation:

(c) To purchase, receive, lease as lessee, or in any other manner acquire, own, hold, maintain, use, convey, sell, lease as lessor, exchange, mortgage, pledge or otherwise encumber or dispose of any and all real and personal property or any interests therein necessary, useful or appropriate to enable the corporation to. accomplish any or all of its purpose:

(d) To purchase or otherwise acquire, sell and deal in electrical and plumbing appliances, fixtures, machinery, supplies, apparatus and equipment of any and all kinds and character, (including,

without limiting the generality of the foregoing, such as are applicable to water supply and sewage disposal) and, in connection therewith and for such purpose, 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 (including, without limiting the generality of the foregoing, such as are applicable to water supply and sewage disposal) and to receive, acquire, endorse, pledge, guarantee, hypothecate, transfer, or otherwise dispose of notes, and other evidences of indebtedness and all security therefore:

(e) To assist its members to wire their premises and install therein electrical and plumbing appliances, fixtures, machinery, supplies, apparatus and equipment of any kind and all kinds and character (including without limiting the generality of the foregoing, such as are applicable to water supply and sewage disposal 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 (including without limiting the generality of the foregoing, such as are applicable to water supply and sewage disposal) and to receive, acquire, endorse, pledge, guarantee, hypothecate, transfer or otherwise dispose of notes and other evidences of indebtedness and all security therefore:

(f) To borrow money and incur indebtedness in such amount as may be deemed necessary or proper, to make and issue bonds, notes, and other evidences of indebtedness, secured or unsecured, for moneys borrowed or in payment of property acquired, or for any of the other objects of purposes of the corporation; and to secure the payment of such indebtedness by mortgage, deed of trust or deeds of trust upon, or by the pledge of or other lien upon, any or all of the real and/or personal property, rights, privileges, franchises or permits of the corporation, wheresoever situated, acquired or to be acquired:

(g) The business or purpose of this corporation is from time to time to do any one or more of the acts and things herein set forth; and it may conduct its business in other states, and may have one office, or more than one office, and keep the books of the company outside of the State of California, except as otherwise may be provided by law; and may hold, purchase mortgage and convey and to do and perform any of the objects and purposes as herein set forth either in or out of the State of California, as may be permitted by the act under which the corporation is formed, and may make and perform contracts of any kind and description and in carrying on its business, or for the purpose of furthering or attaining any of its objects, to do any and all other acts and things, and to exercise any and all other powers which a co-partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

ARTICLE III

The principal office for the transaction of the business of the corporation shall be in the County of Riverside, State of California.

ARTICLE IV

Membership in the corporation shall be of two classes, one class for electric energy service and one class for fiber optic services. A person, firm, corporation or body politic which is a member of the corporation may have multiple classes of membership, but each member shall be entitled to only one vote. Eligibility for membership and the rights and duties shall be as provided in the By-laws of the corporation.

ARTICLE V

The number of Directors of the Corporation shall be as set forth in the Bylaws and in no event less than three (3).

ARTICLE VI

The names and post office addresses of the directors who shall manage the affairs and business of the corporation until the first annual meeting or until their successors shall have been elected and shall have qualified according to law are as follows:

NAME	ADDRESS
R.C. Jackson	Aguanga, California
C.A. Roberson	Aguanga, California
Howard F. Bailey	Anza, California
William R. Bradford	Box 85, Aguanga,, California
Arthur Nightingale	Mountain Center, California
Rupert Costo	Anza, California
Geo. Hepburn	Anza, California
G. Perry Hack	Mountain Center, Ca.
Georgia Kerr	Star Rte, Box 33, Hemet, California

ARTICLE VII

The names and post office addresses of the subscribers for membership certificates and the number of membership certificates which each agree to take in the corporation are:

NAME	ADDRESS	CERTIFICATES NO. OF MEMBERSHIPS
R.C. Jackson	Aguanga, California	1
C.A. Roberson	Aguanga, California	1
Howard F. Bailey	Anza, California	1
William R. Bradford	Box 85, Aguanga, California	1
Arthur Nightengale	Mountain Center, California	1
Rupert Costo	Anza, California	1

ARTICLE VIII

DISPOSITION OF PROPERTY

The Cooperative may not sell, lease, or otherwise dispose of all or any substantial portion of its property unless such sale, lease, or other disposition is authorized at a meeting of the members thereof by the affirmative vote of not less than two-thirds of all of the members of the Cooperative, and unless the notice of such proposed sale, lease, or other disposition shall have been contained in the notice of the meeting; provided, however, that notwithstanding anything herein contained, the Board of Trustees of the Cooperative, known as the Board of Directors, without authorization by the members thereof, shall have full power and authority to authorize the execution and delivery of a mortgage or mortgages, or a deed or deeds of trust upon, or the pledging or encumbering of, any or all of the property, assets, rights,

privileges, licenses, franchises and permits of the Cooperative, whether acquired or to be acquired, and wherever situated, as well as the revenues and income therefrom, all upon such terms and conditions as the Board of Directors shall determine, to secure any indebtedness of the Cooperative to the United States of America, or any instrumentality or agency thereof, or to the National Rural Utilities Cooperative Finance Corporation; or any other agency or institution satisfactory to the Board of Directors and existing mortgage agreements; provided, further, that the Board of Directors may, upon the authorization of members of the corporation entitled to exercise a majority of the voting power, sell, lease, or otherwise dispose of all or a substantial portion of its property to another Cooperative or foreign corporation doing business in this state, pursuant to the Act under which this Cooperative is incorporated, or to a municipality or other body politic or subdivision thereof.

IN WITNESS WHEREOF, we, as incorporators and named herein as. Directors, have hereunto set our hands as such incorporators and directors in the County of Riverside, State of California on this 16th day of March, 1951.

Rupert Costa
Georgia E. Kerr
Geo. Hepburn
William R. Bradford
C.A. Roberson
Roy C. Jackson
Howard F. Bailey
Arthur H. Nightengale
G. Perry Hack

STATE OF CALIFORNIA:
SS.

County of Riverside:

On this 16th day of March, 1951, before me, a Notary Public in and for said County and State, residing therein, duly commissioned and sworn, personally appeared, R.C. Jackson, C.A. Roberson, Howard F. Bailey, William R. Bradford, Arthur Nightengale, Rupert Costo, Geo. Hepburn, G. Perry Hack and Georgia Kerr known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation, as incorporators and who are also named therein as Directors, and each duly acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at my office in said Riverside County, the day and year in this certificate above mentioned.

WALTER G. BOWMAN
Notary Public in and for the County of
Riverside
State of California

My commission expires
January 1, 1955