

FORM 1007 REV. 11/00

01-29-2002 14:10

P. 2

Certificate of Incumbency and Authority

I, James P. Duncan, do hereby certify that the person(s) whose name, title, position and signature appears below is duly elected, or appointed, qualified and acting representative of said Corporation and holds on the date of this Certificate the offices set opposite their name; that the signature appearing opposite their name is the genuine signature of the representative; that the representative is duly authorized for and on behalf of said Corporation to execute and deliver any document between said Corporation and the DEPARTMENT OF TRANSPORTATION, STATE OF FLORIDA and all agreements and instruments in connection therewith, including without limitation, application for permits and similar documents, and that execution and delivery of any such document, and all agreements and instruments in connection therewith for and on behalf of said Corporation is not prohibited by or in any manner restricted by the terms of said Corporation's Certificate of Incorporation, its by-laws, or of any loan agreement, indenture or contract to which said Corporation is a party or under which it is bound. I do further certify that the foregoing authority shall remain in full force and effect, and said DEPARTMENT OF TRANSPORTATION, STATE OF FLORIDA shall be entitled to rely upon same, until written notice of the modification, rescission or revocation of same, in whole or in part, has been delivered to said DEPARTMENT OF TRANSPORTATION, STATE OF FLORIDA but no such modification, rescission or revocation shall, in any event, be effective with respect to any documents executed or actions taken in reliance upon the foregoing authority prior to the delivery to said DEPARTMENT OF TRANSPORTATION, STATE OF FLORIDA written notice of said modification, rescission or revocation. ~~(SUMNER ELECTRIC COOPERATIVE, INC.)~~ hereby waives the company seal on all documents signed by the representative, and agrees to be bound as fully as if the company seal were affixed. Attached is a corporate action or resolution to this effect.

Name(s) of Representative	Title(s) of Representative	Position(s) of Representative	Signature(s) of Representative
<u>Ronald Summers</u>	<u>Distribution Designer</u>		<u>Ronald Summers</u>
<u>Michael Littlejohn</u>	<u>Distribution Designer</u>		<u>Michael Littlejohn</u>
<u>Alan D. Kishley</u>	<u>Manager of T&D Line Design</u>		<u>Alan D. Kishley</u>

In witness whereof, I have hereunto set my hand and affixed the seal of said Corporation this 11th day of FEB 1997.

James P. Duncan
(Signature)
General Manager
(Title)

Attest: Christine Green

FND

R E S O L U T I O N

Adopted September 21, 1987, 1987

WHEREAS, the State of Florida, Department of Transportation requires a corporate seal to be affixed to utility permits filed with their department unless a waiver is filed;

NOW THEREFORE, be it resolved that the Board of Trustees of Sumter Electric Cooperative, Inc. hereby waives the placement of the corporate seal for that purpose alone on said documents, but only if the utility permits are signed by John J. Sisler as General Manager of Sumter Electric Cooperative, Inc. and by Udell Hall, Engineering Department of Sumter Electric Cooperative, Inc.

Rufus H. Pace
Rufus H. Pace
Secretary

Ray F. Vick
Ray F. Vick
President

STATE OF FLORIDA
COUNTY OF SUMTER

Before me, the undersigned authority, personally appeared RUFUS H. PACE and RAY F. VICK to me well known and known to me to be the individuals described in and who executed the foregoing instrument, and they severally acknowledged before me that they executed the same freely and voluntarily for the uses and purposes set forth, with full authority to do so.

WITNESS my hand and official seal this, 21 day of September, 1987.

My Commission Expires: 8/18/91

Notary Public
Notary Public
State of Florida

A F F I D A V I T

I, W. E. Crum, Secretary of Sumter Electric Cooperative, Inc., hereby certify that the following is a true and correct excerpt from the minutes of the meeting of the Board of Directors of said company, duly convened and held at Sumterville, Florida on the 19th day of April, 1976, at which all of said directors were present and voting throughout:

R E S O L U T I O N

WHEREAS, this Corporation is requested to execute a multitude of utility permits and use permits for the Department of Transportation; and

WHEREAS, it is desirable that the Officers of this Corporation be authorized to execute such permits on behalf of the Corporation; and

WHEREAS, the following Officers of this Corporation are authorized by Power of Attorney, which is attached hereto and made a part hereof, to execute such permits on behalf of this Corporation in favor of the Department of Transportation of the State of Florida.

NOW, THEREFORE, BE IT RESOLVED, that the following officers of this Corporation;

E. L. Douglas
C. J. Kellermann
David Mathews
Royce Philbrook

be and each is hereby authorized and directed to execute on behalf of this Corporation, all utility permits and use permits in favor of the Department of Transportation, said utility permits and use permits requiring only the affidavit of the certifying authority for purpose of execution.

IN WITNESS WHEREOF, we have hereunto set our hands and affixed the Corporate Seal of said Corporation this 19th day of April, 1976.

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WITNESS:

Boyd Williams, President

V. G. Eveland, Vice-President

W. E. Crum, Secretary-Treasurer

James D. Richardson, Trustee

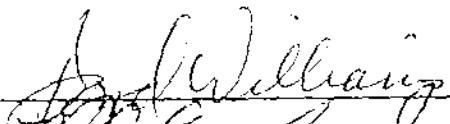
R. E. Rogers, Trustee

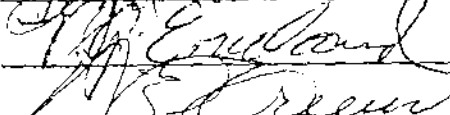
Rufus Pace, Trustee


Ron Damer, Trustee

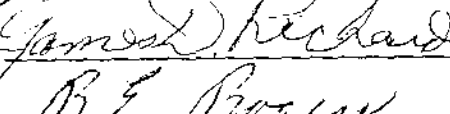
Ray F. Holt, Trustee

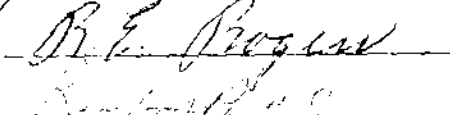
Jacob E. Blanton, Trustee

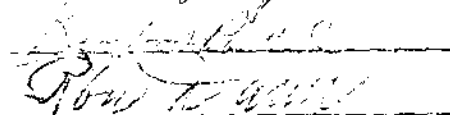


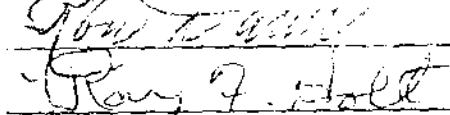
(SEAL)


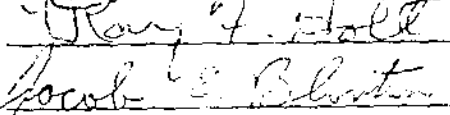
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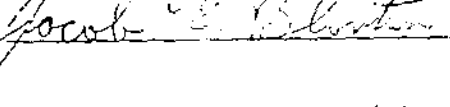
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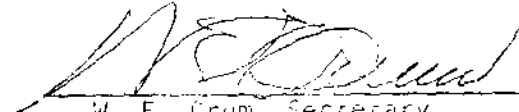
(SEAL)


(SEAL)


(SEAL)


(SEAL)

Witness my hand and seal of said company this 19th day of April, 1976.



W. E. Crum, Secretary

A F F I D A V I T

I, W. E. Crum, Secretary of Sumter Electric Cooperative, Inc., hereby certify that the following is a true and correct excerpt from the minutes of the meeting of the Board of Directors of said company, duly convened and held at Sumterville, Florida, on the 23rd day of March, A. D. 1964, at which all of said directors were present and voting throughout:

R E S O L U T I O N

WHEREAS, this Corporation is requested to execute a multitude of utility permits and use permits for the State Road Department of the State of Florida; and

WHEREAS, it is desirable that the officers of this Corporation be authorized to execute such permits on behalf of the Corporation; and

WHEREAS, the following officers of this Corporation are authorized by power of attorney, which is attached hereto and made a part hereof, to execute such permits on behalf of this Corporation in favor of the State Road Department of the State of Florida; now, therefore, be it

RESOLVED that the following officers of this Corporation:

1. D. J. Thigpen, Jr.
2. M. H. Custer
3. C. J. Kellermann
4. Ray Robbins
5. Ralph Reid, Jr.

be and each is hereby authorized and directed to execute on behalf of this Corporation, all utility permits and use permits in favor of the State Road Department, said utility permits and use permits requiring only the affidavit of the certifying authority for purpose of execution.

IN WITNESS WHEREOF, we have hereunto set our hands and affixed the corporate seal of said Corporation this 23rd day of March, A. D. 1964.

WITNESSES:

Earl T. Harris, President
R. S. Kurfiss, Vice-President
W. E. Crum, Secretary-Treasurer
C. O. Pitts, Trustee
David S. Combes, Trustee
Austin B. Merritt, Trustee
James D. Richardson, Trustee
J. F. Huff, Trustee
Boyd Williams, Trustee

Earl T. Harris (SEAL)
R. S. Kurfiss (SEAL)
W. E. Crum (SEAL)
C. O. Pitts (SEAL)
David S. Combes (SEAL)
Austin B. Merritt (SEAL)
J. F. Huff (SEAL)
James D. Richardson (SEAL)
Boyd Williams (SEAL)

Witness my hand and seal of said company this 23rd day of March,
A. D. 1964.

W. E. Crum
W. E. Crum, Secretary (SEAL)

R E S O L U T I O N

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IN WITNESS WHEREOF, we have hereunto set our hands and affixed

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WITNESSES:

Earl T. Harris, President

Earl T. Harris
(SEAL)

R. S. Kurfiss, Vice-President

R. S. Kurfiss
(SEAL)

W. E. Crum, Secretary-Treasurer

W. E. Crum
(SEAL)

C. O. Pitts, Trustee

C. O. Pitts
(SEAL)

David S. Combes, Trustee

David S. Combes
(SEAL)

Austin B. Merritt, Trustee

Austin B. Merritt
(SEAL)

James D. Richardson, Trustee

James D. Richardson
(SEAL)

J. F. Huff, Trustee

J. F. Huff
(SEAL)

Boyd Williams, Trustee

Boyd Williams
(SEAL)