

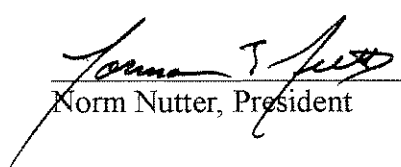
CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION

Norm Nutter and Jay Reid certify that:

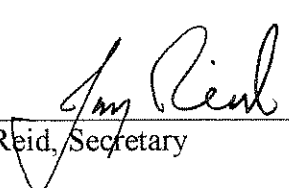
1. They are the president and the secretary, respectively, of WESTERN ELECTRICAL CONTRACTORS ASSOCIATION, INC., a California Corporation.
2. Article FOURTH of the Articles of Incorporation is deleted.
3. The foregoing amendments of Articles of Incorporation have been duly approved by the board of directors.
4. The foregoing amendments of articles of incorporation have been duly approved by the required vote of members in accordance with Section 7812 of the Corporations Code. The total number of members of the corporation is forty-five (45). The number of members voting in favor of the amendment exceeded the vote required. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

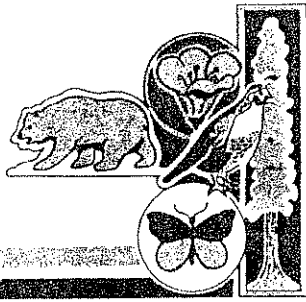
Date: DECEMBER 10, 1998



Norm Nutter, President



Jay Reid, Secretary



State
of
California
OFFICE OF THE SECRETARY OF STATE

CORPORATION DIVISION

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the corporate record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this

NOV 8 1990



March Fong Eu

Secretary of State

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION

**ENDORSED
FILED**
in the office of the Secretary of State
of the State of California
NOV - 8 1990
MARCH FONG EU, Secretary of State

Jack Baker and Ralph William ("Murphy") Dysart certify that:

1. They are the president and the secretary, respectively, of SACRAMENTO VALLEY CHAPTER NATIONAL ELECTRICAL CONTRACTORS ASSOCIATION, INC., a California Corporation.

2. Article FIRST of the Articles of Incorporation is amended to read as follows: "The name of this corporation is WESTERN ELECTRICAL CONTRACTORS ASSOCIATION, INC."


3. Article Sixth of the Articles of Incorporation is deleted.

4. The foregoing amendments of Articles of Incorporation have been duly approved by the board of directors.

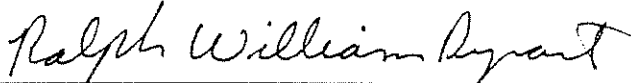
5. The foregoing amendments of articles of incorporation have been duly approved by the required vote of members in accordance with Section 7812 of the Corporations Code. The total number of members of the corporation is twenty-eight (28). The number of members voting in favor of the amendment exceeded the vote required. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: 11-8-90



Jack Baker, President



Ralph William ("Murphy") Dysart,
Secretary

STATE OF CALIFORNIA



OFFICE OF THE
SECRETARY OF STATE

(PHOTOCOPY CERTIFICATION)

I, *EDMUND G. BROWN JR.*, Secretary of State of the State of California,
hereby certify:

That the photographic reproduction hereunto annexed was prepared by
and in this office from the record on file of which it purports to be a copy,
and that it is full, true and correct.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this

MAY 21 1973

Edmund G. Brown Jr.
Secretary of State



FILED

Secretary of State
Sacramento
March 1 - 1946

HANK in auxiliary Secretary of State
By Robert V. Gordon
Assistant Secretary of State

RECORDED BY "SARA" ...
NATIONAL ELECTRICAL CONTRACTORS' ASSOCIATION

Secretary of State
Corporation Number
173378

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

of

ELECTRICAL CONTRACTORS' AND DEALERS' ASSOCIATION
OF SACRAMENTO, INC.

The undersigned, E. J. COTTER and J. W. THOMAS, do hereby certify that they are respectively, and have been at all times herein mentioned, the duly elected and acting president and secretary of ELECTRICAL CONTRACTORS' AND DEALERS' ASSOCIATION OF SACRAMENTO, INC., a California corporation, and further that:

One: At a special meeting of the Board of Directors of said Corporation duly held at its principal office for the transaction of business at Sacramento, California, on the 19th day of March, 1946, at which meeting there was at all times present and acting a quorum of the members of said Board, the following resolution was duly adopted:

RESOLUTION

WHEREAS, it is deemed by the Board of Directors of this Corporation to be to its best interests and to the best interests of its shareholders that its Articles of Incorporation be amended to adopt a new name;

NOW, THEREFORE, BE IT RESOLVED that Article First of the Articles of Incorporation of this Corporation be amended to read as follows:

'FIRST: The name of this Corporation is SACRAMENTO VALLEY CHAPTER NATIONAL ELECTRICAL CONTRACTORS ASSOCIATION, INC.' and

RESOLVED FURTHER, that the Board of Directors of this Corporation hereby adopts and approves said amendment to its Articles of Incorporation; and

RESOLVED FURTHER that the president or the vice-president and the secretary of this Corporation be and they are hereby authorized and directed to procure the adoption and approval of the foregoing amendment by written consent of at least a majority of the members of this Corporation, and thereafter to sign and verify by their oaths and to file a certificate in the form and manner required by Section 362b of the California Civil Code, and in general to do any and all things necessary to effect said amendment in accordance with said Section 362b."

Two: That the members of said Corporation consenting to such amendment of its Articles of Incorporation is True and the following is a copy of the form of written consent executed by said members:

"WRITTEN CONSENT OF SHAREHOLDERS TO AMENIMENT
OF ARTICLES OF INCORPORATION OF

ELECTRICAL CONTRACTORS' AND DEALERS' ASSOCIA-
TION OF SACRAMENTO, INC.

WHEREAS, at a special meeting of the Board of Directors of ELECTRICAL CONTRACTORS' AND DEALERS' ASSOCIATION OF SACRAMENTO, INC., a California corporation, duly held at the principal office for the transaction of business of said corporation, at Sacramento, California, on the 19th day of March, 1946, at which meeting a quorum of the members of said Board was at all times present and acting, an amendment of the Articles of Incorporation of said corporation was adopted and approved by resolution of said Board amending Article First of said Articles of Incorporation to read as follows:

'FIRST: The name of this Corporation is SACRAMENTO

VALLEY CHAPTER NATIONAL ELECTRICAL CONTRACTORS
ASSOCIATION, INC.'

NOW, THEREFORE, each of the undersigned members of said corporation does hereby adopt, approve and consent to the foregoing amendment of said Articles of Incorporation, and does hereby consent that Article First of said Articles of Incorporation be amended to read as herein set forth.

IN WITNESS WHEREOF, each of the undersigned has hereunto signed his name and following his name the date of signing, and we do hereby certify that there are nineteen (19) members of said corporation, each of whom is entitled to one vote by reason of his membership.

<u>Geo. C. Jones</u>	Date	<u>3/13/46.</u>
<u>B. J. Cotter</u>	Date	<u>3/13/46</u>
<u>W. C. Conner</u>	Date	<u>3/13/46</u>
<u>W. M. Marwin</u>	Date	<u>3/13/46</u>
<u>Ed. K. Kuehl</u>	Date	<u>3/13/46</u>
<u>Ken. Moore</u>	Date	<u>3/19/46</u>
<u>W. J. ...</u>	Date	<u>3/19/46</u>
<u>Edward A. Gray</u>	Date	<u>3/17/46</u>
<u>W. H. Thomas</u>	Date	<u>3/21/46</u>
<u>H. ...</u>	Date	<u>3/25/46</u>
<u> </u>	Date	<u> </u>
<u> </u>	Date	<u> </u>

Three: That the total membership of said Corporation entitled to vote on or consent to the adoption of said amendment is 19.

IN WITNESS WHEREOF, the undersigned have executed
this Certificate of Amendment this 19th day of March,
1946.

E. J. Cotters
President

J. W. Shuman
Secretary

STATE OF CALIFORNIA)
County of Sacramento) SS

E. J. COTTER and J. W. THOMAS, being first duly sworn, each for himself deposes and says:

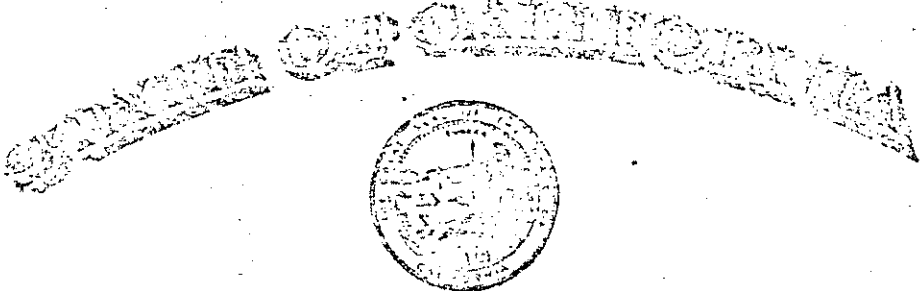
That E. J. COTTER is, and was at all of the times mentioned in the foregoing Certificate of Amendment, the president of ELECTRICAL CONTRACTORS' AND DEALERS' ASSOCIATION OF SACRAMENTO, INC., the California corporation therein mentioned, and J. W. THOMAS is, and was at all of said times, the secretary of said corporation; and each has read said Certificate and that the statements therein made are true of his own knowledge, and that the signatures purporting to be the signatures of said president and secretary thereto are the genuine signatures of said president and secretary, respectively.

E. J. Cotter

J. W. Thomas

Subscribed and sworn to before me
this 19th day of March, 1946
(Notarial Seal)

W. N. Welsh
Notary public in and for the County
of Sacramento, State of California



SACRAMENTO VALLEY CHAPTER, NECA
5300 Elvas Ave. - Suite A
Sacramento, Ca. 95819

DEPARTMENT OF STATE

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(PHOTOCOPY CERTIFICATION)

I, FRANK M. JORDAN, *Secretary of State of the State of California*, hereby certify:

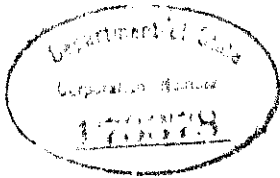
That the photographic reproduction hereunto annexed was prepared by and in my office from the record on file of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I hereunto
set my hand and affix the Great
Seal of the State of California

this 11th day of August 1987

Secretary of State

By _____
Assistant Secretary of State



ARTICLES OF INCORPORATION
OF

ELECTRICAL CONTRACTORS' AND DEALERS' ASSOCIATION
OF SACRAMENTO, INC.

FILED
In the Office of the Secretary of State
OF THE STATE OF CALIFORNIA
OCT 28 1937
FRANK C. JORDAN
SECRETARY OF STATE
BY *[Signature]* DEPUTY

Know all men by these presents: That we, the under-
signed, have this day voluntarily associated ourselves together
for the purpose of forming a non-profit corporation under the
laws of the State of California, and

We hereby certify:

FIRST: That the name of said corporation is ELECTRICAL
CONTRACTORS' AND DEALERS' ASSOCIATION OF SACRAMENTO, INC.

SECOND: That said corporation is a corporation which
does not contemplate pecuniary gain or profit to the members there-
of and the purposes for which said corporation is formed are as
follows:

(a) For the advancement of safety, and the formulation
and advocacy of safety laws and the better enforcement thereof;
for the improvement of electrical appliances and electrical work;
for the education of the members of the craft in electrical
safety and all that pertains to the betterment of electrical
installations and equipment and the best method of conducting an
electrical business; for the establishment of harmonious and
equitable relations between electrical contractors, architects,
electrical engineers, journeymen electricians, and other employees,
manufacturers and wholesalers of supplies used in the electrical
business; for the education of apprentices in electrical instal-
lations, and the establishment of an apprenticeship training
system; for the collection of just debts, and for the promotion
of standardization of electrical goods, appliances and materials.

(b) In furtherance of, and not in limitation of, the
general powers conferred by the laws of the State of California,
and the objects and purposes herein set forth, it is expressly

provided that this corporation shall also have the following powers, namely: To do all and any acts as are necessary or convenient to the attainment of the objects and purposes herein set forth, and to the same extent as fully as any natural person might or could do.

(c) To purchase, lease, sell, mortgage, or otherwise deal with, acquire or dispose of real or personal property. To enter into, make, perform, or carry out contracts of every kind or nature with any firm, person, corporation, or association; to do any acts necessary or expedient for carrying on any or all of the objects and purposes of this corporation not forbidden by these Articles of Incorporation, or its By-Laws or by the laws of the State of California.

THIRD: The principal office for the transaction of the business of the corporation will be located in the County of Sacramento, State of California.

FOURTH: There shall be seven (7) directors and the names and addresses of the directors who are appointed to serve until the election and qualification of their successors are as follows:

<u>Names</u>	<u>Addresses</u>
Rex Moore	618 San Antonio Way Sacramento, California
C. E. Vorlander	619 California Street Sacramento, California
C. S. Donley	937 8th Street Sacramento, California
E. L. French	1926 O Street Sacramento, California
Geo. C. Foss	1720 8th Street Sacramento, California
J. B. O'Connor	3126 Jay Street Sacramento, California
Sam Bisset	3144 Folsom Blvd., Sacramento, California

FIFTH: The corporation shall have and issue no capital stock and the voting power of the corporation shall be vested exclusively in the active members, who shall each be entitled to one vote upon any proposition on which a vote is taken. The number, qualifications, privileges, property rights, obligations, and tenure of members of the corporation shall be set forth in the By-Laws of the corporation.

SIXTH: That the name of the existing unincorporated association which is being incorporated is Electrical Contractors' and Dealers' Association of Sacramento.

In Witness Whereof, we have hereunto set our hands this
25th day of October, A.D. 1937.

Ref Moore

C.E. Vandender

C.S. Douglas

E.L. Lynch

Geo. C. Ross

J.D. Connor

Sam Bisset

Ref Moore

As President of the existing unincorporated association, known as Electrical Contractors' and Dealers' Association of Sacramento, which is being incorporated.

C.S. Douglas

As Secretary of the existing unincorporated association, known as Electrical Contractors' and Dealers' Association of Sacramento, which is being incorporated.

FIFTH: The corporation shall have and issue no capital stock and the voting power of the corporation shall be vested exclusively in the active members, who shall each be entitled to one vote upon any proposition on which a vote is taken. The number, qualifications, privileges, property rights, obligations, and tenure of members of the corporation shall be set forth in the By-Laws of the corporation.

SIXTH: That the name of the existing unincorporated association which is being incorporated is Electrical Contractors' and Dealers' Association of Sacramento.

In Witness Whereof, we have hereunto set our hands this 25th day of October, A.D. 1937.

Rex Moore

STATE OF CALIFORNIA,)
County of Sacramento.) SS.

On this 25th day October, in the year one thousand nine hundred and thirty-seven, before me, SUMNER MERING, a Notary Public in and for the County of Sacramento, personally appeared REX MOORE, C. E. VORLANDER, C. S. DONLEY, E. L. FRENCH, GEO. C. FOSS, J. D. O'CONNOR, SAM BISSET, REX MOORE as President of the existing unincorporated association, known as Electrical Contractors' and Dealers' Association of Sacramento, which is being incorporated, and C. S. DONLEY as Secretary of the existing unincorporated association, known as Electrical Contractors' and Dealers' Association of Sacramento, which is being incorporated, known to me to be the persons whose names are subscribed to the within instrument, and they duly acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal the day and year in this certificate first above written.

Sumner Mering
Notary Public in and for the County
of Sacramento, State of California.

My commission expires June 24, 1940.

1 AFFIDAVIT ACCOMPANYING ARTICLES OF
2 INCORPORATION OF ELECTRICAL CONTRACTORS'
3 AND DEALERS' ASSOCIATION OF SACRAMENTO, INC.

4 ---000---

5 STATE OF CALIFORNIA,)
6) SS.
7 COUNTY OF SACRAMENTO.)

8 REX MOORE and C. S. DONLEY, being first duly sworn, on
9 oath, each for himself, deposes and says:

10 That Electrical Contractors' and Dealers' Association,
11 of Sacramento is an unincorporated association composed of el-
12 ectrical contractors and dealers of the City of Sacramento,
13 County of Sacramento, State of California, having its principal
14 place of business in said city; that affiant, Rex Moore, is and
15 at all times herein mentioned, was the duly elected and acting
16 President of said unincorporated association; that affiant, C.
17 S. Donley, is and at all times herein mentioned, was the duly
18 elected and acting Secretary of said unincorporated association;

19 That at a meeting of said unincorporated association, duly
20 and regularly called and held in all respects as required by
21 law and the governing provisions and rules of said unincorpor-
22 ated association, at the office thereof in said City of Sac-
23 ramento, on the 13 day of October, 1937, at which
24 meeting over 67 per cent. of the members of said unincor-
25 porated association were present, the following resolution was
26 unanimously passed and adopted:

27 RESOLVED: That the existing unincorporated
28 association, known as Electrical Contractors'
29 and Dealers' Association of Sacramento be in-
30 corporated under the laws of the State of Cal-
ifornia as a non-profit corporation, and that
the President and Secretary of the existing
unincorporated association be and they are
hereby authorized, empowered and directed to
take all steps or proceedings and execute any
and all papers necessary or proper in effecting

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and completing the incorporation of the existing unincorporated association.

That affiant Ref Moore, as President of said unincorporated association, and affiant C.S. Douley as Secretary thereof, have respectively executed the foregoing Articles of Incorporation by authority of the Electrical Contractors' and Dealers Association of Sacramento, an unincorporated association.

Ref Moore
C.S. Douley

Subscribed and sworn to before me this 05th day of October, 1937.

Sumner Mering
Notary Public in and for the County of Sacramento, State of California.

Notary Public
Sumner Mering