

**ANDERECK, EVANS, MILNE, PEACE & JOHNSON, L.L.C.**

ATTORNEYS AT LAW

700 EAST CAPITOL AVENUE  
COL. DARWIN MARMADUKE HOUSE  
P.O. BOX 1438  
JEFFERSON CITY, MISSOURI 65102-1438  
TELEPHONE 573-634-3422  
FAX 573-634-7822

JOSEPH M. PAGE

LISA C. CHASE

JUDITH E. KOEHLER

ANDREW J. SPORLEDER

JASON A. PAULSMEYER

BRYAN D. LADE

CONNIE J. BURROWS

R. AARON MARTINEZ

*MARVIN L. SHARP, Of Counsel*

TERRY M. EVANS  
ERWIN L. MILNE  
JACK PEACE  
CRAIG S. JOHNSON  
RODRIC A. WIDGER  
GEORGE M. JOHNSON  
BEVERLY J. FIGG  
WILLIAM S. LEWIS  
VICTOR S. SCOTT  
COREY K. HERRON  
MATTHEW M. KROHN  
LANETTE R. GOOCH  
SHAWN BATTAGLER

September 27, 2004

**FILED**<sup>2</sup>

EUGENE E. ANDERECK (1923-2004)

GREGORY C. STOCKARD (1904-1993)

PHIL HAUCK (1924-1991)

SEP 27 2004

Secretary  
Public Service Commission  
P.O. Box 360  
Jefferson City, Missouri 65102

**Missouri Public  
Service Commission**

Re: In the Matter of the Joint Application of City of La Plata, Missouri and Macon Electric Cooperative for an Order Approving the Change in Electric Supplier for Certain Customers for Reasons in the Public Interest

Dear Secretary:

Enclosed for filing please find an original and eight copies of the Joint Application for an Order approving the applicants' proposed Customer Exchange Agreement in the above referenced case.

Thank you for seeing this filed.

Sincerely,

*Lisa Chase*  
Lisa Cole Chase

LCC:lw

Encl.

CC: General Counsel, Office of Public Counsel  
General Counsel, Missouri Public Service Commission  
Sherry Darling

BEFORE THE PUBLIC SERVICE COMMISSION  
OF THE STATE OF MISSOURI

FILED<sup>2</sup>  
SEP 27 2004  
Missouri Public  
Service Commission

In the matter of the Joint Application )  
of City of La Plata, Missouri and Macon )  
Electric Cooperative for an order approving ) Case No. \_\_\_\_\_  
the change in electric supplier for certain customers )  
for reasons in the public interest. )

**JOINT APPLICATION**

**COMES NOW**, the City of La Plata, Missouri ("City"), a Missouri city of the fourth class located in Macon County, Missouri, and Macon Electric Cooperative ("Cooperative"), hereinafter referred to collectively as "Applicants," and for their Joint Application to the Missouri Public Service Commission ("Commission"), for an order approving Applicants' proposed Customer Exchange Agreement which provides for a change in the electric supplier from City to Cooperative for seven customers served by the City of La Plata whose structures served are located outside of the City's corporate boundaries, pursuant to Sections 91.025 and 394.315 RSMo 2000, and state as follows:

1. **The Applicants** -- City is a municipality organized and existing under the laws of the State of Missouri, in good standing in all respects, with its principal office and place of business located at City of La Plata, 101 S. Gex, LaPlata, Missouri 63549. City is a municipal electrical utility subject to the jurisdiction of the Commission and engaged in the sale and distribution of electricity in the City of La Plata, Missouri, located in Macon County.

Cooperative is a corporation organized and existing under the laws of the state of Missouri and has its principal office at Business Hwy. 36 East, P.O. Box 157, Macon, Missouri 63552. It is a Chapter 394 rural electric cooperative corporation engaged in the distribution of

electric energy and service to its members within Adair, Chariton, Knox, Linn, Macon, Randolph, Shelby, and Sullivan Counties in Missouri.

2. **Correspondence and Communication** -- Correspondence, communications, orders and decisions in regard to this Application should be directed to:

**For City**

Sherry Darling  
Farr, Hickman & Slavin  
101 W. Illinois St.  
P.O.Box J  
Kirksville, MO 63501  
(660) 665-7224  
(660) 627-4660(fax)

Mr. Ray Ivy  
City Administrator  
La Plata City Hall  
101 S. Gex St.  
La Plata, MO 63549

**For Cooperative**

Lisa Cole Chase  
Andrew Sporleder  
Andereck, Evans, Milne, Peace  
& Johnson LLC  
700 E. Capital Avenue  
P.O. Box 1438  
Jefferson City, MO 65102-1438  
(573) 634-3422  
(573) 634-7822 (fax)

Mr. Wayne Hackman  
Manager  
Macon Electric Cooperative  
Business Hwy. 36 East, P.O. Box 157  
Macon, MO 63552

3. **Change in Supplier** -- City supplies retail electric energy through permanent facilities to the seven customers' structures listed on the Customer Exchange Agreement, located outside of the City's corporate boundaries. Applicants are requesting to transfer from City to Cooperative these seven customers' structures in Macon County, and their related electric service accounts. The City of La Plata and the Cooperative are interested in the customer exchange for reasons other than a rate differential. Attached as **Exhibit 1** is the Customer Service Agreement between the City of La Plata and Macon Electric Cooperative, to which is attached the consents of the seven customers. Applicants seek an order from the Commission approving a change in supplier as to these seven customers from City to Cooperative pursuant to Sections 91.025 and 394.315 RSMo 2000.

4. **The Customer Exchange** -- Applicants file a Customer Exchange, which simply transfers the right of providing electric service to the seven customers' structures outside of the City's corporate boundaries from the City to the Cooperative. Applicants do not change any existing service boundaries of either electric service provider.

5. **Resolutions of Boards of Directors** -- A certified copy of the resolution of the Board of Directors of Cooperative authorizing the consummation of the transaction contemplated by this Joint Application is also attached hereto as **Exhibit 2**, is incorporated by reference and made a part hereof for all purposes.

A certified copy of the ordinance of the Board of Alderman of the City of La Plata, Missouri authorizing the consummation of the transaction contemplated by this Joint Application is attached hereto as **Exhibit 3**, is incorporated by reference and made a part hereof for all purposes.

6. **Articles of Incorporation** -- A certified copy of Cooperative's Articles of Incorporation and Certificate of Incorporation from the Secretary of State are attached hereto as **Exhibit 4**. The City of La Plata is a city of the fourth class.

7. **Tax Impact Statement** -- The exchange of these seven residential customers will have a de minimis tax impact, if any. The transfer of service will simply involve discontinuing use of the line by the City of La Plata to serve these seven customers' structures. The Cooperative intends, and as discussed below in paragraph 9, has purchased the portion of the City's facilities used to service these seven customers, to upgrade these facilities, and use them to provide service to these seven customers as well as new structures being built in this vicinity.

8. **Right to Serve** -- The Cooperative is authorized by law to provide electric service within the State of Missouri, including all of Macon County. The City of La Plata is authorized

by law to provide municipally owned electric service within the City of La Plata, State of Missouri, and to any structure located outside of the City's corporate boundaries that were lawfully receiving permanent service from the City owned electric utility prior to July 11, 1991. The seven customers' structures that are the subject of the Customer Exchange were lawfully receiving permanent service from the City owned electric utility prior to July 11, 1991.

9. **The Customer Exchange is in the Public Interest --** City and Cooperative desire to transfer the electric service of seven customers' structures located outside of the City's corporate boundaries from City to Cooperative with the Consent of said residential customers. The area in which these seven customers' structures are located is starting to become more populated, however, the City has no plans at this time to annex the area surrounding the City where the seven customers' structures are located. The State Highway Department is currently planning and undertaking highway improvements in a location between the City of La Plata and the seven customers' structures, and needs to have the City of La Plata's facilities used to serve these seven customers buried under the highway at great expense to the City of La Plata and its citizens. The Cooperative needs to serve new structures in the vicinity of these seven customers' structures, and can do so most efficiently and economically to both the City and Cooperative by purchasing a portion of the City's utilities located on the side of the highway expansion near these seven customers and using the purchased facilities to serve new structures as well as the existing seven customers' structures. In fact, pursuant to section 394.315 RSMo., the parties have implemented the transfer of Facilities in order for the Cooperative to provide service to these seven residential customers on a temporary basis prior to Commission approval of the Parties' Customer Exchange Agreement, with permanent service subject to approval by the Commission of the Customer Exchange Agreement. Such temporary service is being provided

as an effort to timely meet the needs of both the State Highway Department and any and all citizens developing new structures in and around the seven residential customers. In return, the City is able to simply remove the portion of its facilities not purchased by the Cooperative, rather than incur the costs to itself and its citizens to bury its facilities to make way for the highway improvements. This exchange will aid the City and Cooperative in the consolidation of facilities and bring efficiencies and savings to the City and Cooperative. This transfer will promote efficiencies in providing services to those remaining consumers served by the City, and it requires no duplication of electric service facilities. Furthermore, this transfer will improve safety in that it allows emergency personnel to know with certainty the supplier of electric service to the different structures in the area in which these seven customers' structures are located.

10. **Judgments, Actions and Fees** -- City has no final unsatisfied judgments or decisions against it from any state or federal agency or court that involve customer service or rates, which judgments or decisions have occurred within three (3) years of the date of this Joint Application. Further, City has no actions in state and federal agencies and courts involving customer service or rates. City has no annual report or assessment fees that are overdue to this Commission.

Cooperative also has no final unsatisfied judgments or decisions against it from any state or federal agency or court that involve customer service or rates, which judgments or decisions have occurred within three (3) years of the date of this Joint Application. Further, Cooperative has no actions in state and federal agencies and courts involving customer service or rates. Cooperative has no annual report or assessment fees that are overdue to this Commission.

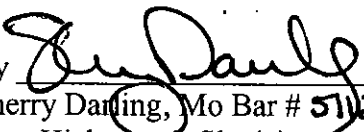
**WHEREFORE**, City and Cooperative respectfully request that the Commission issue an order:

(1) finding that the designated electric service of the Applicants as set forth in the Customer Exchange, which is attached as **Exhibit 1** hereto, is not detrimental to the public interest, and approving the Customer Exchange which provides for the change in electric supplier for the designated seven customers from City to Cooperative for reasons other than rate differential; and

(2) granting such other relief as is deemed necessary to accomplish the purposes of this Joint Application.

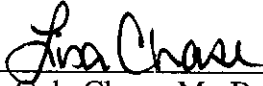
Respectfully submitted,

FARR, HICKMAN & SLAVIN

By   
Sherry Darling, Mo Bar # 51128  
Farr, Hickman & Slavin  
101 W. Illinois St.  
P.O.Box J  
Kirksville, MO 63501  
(660) 665-7224  
(660) 627-4660(fax)  
[slyndarling@hotmail.com](mailto:slyndarling@hotmail.com)

ATTORNEY FOR CITY  
OF LA PLATA, MISSOURI

ANDERECK, EVANS, MILNE, PEACE  
& JOHNSON L.L.C.

By   
Lisa Cole Chase, Mo Bar # 51502  
Andrew Sporleder, Mo Bar # 51197  
700 East Capital  
P.O. Box 1438  
Jefferson City, MO 65102  
(573) 634-3422  
(573) 634-7822 (fax)  
[lisachase@aempb.com](mailto:lisachase@aempb.com)  
[asporleder@aempb.com](mailto:asporleder@aempb.com)

ATTORNEYS FOR MACON  
ELECTRIC COOPERATIVE

## EXHIBITS TO JOINT APPLICATION

### Exhibit Number – Description

1. Customer Exchange Agreement
2. Macon Electric Cooperative's Resolution of the Board of Directors
3. City of La Plata's Ordinance passed by the Board of Alderman
4. Macon Electric Cooperative's Articles of Incorporation

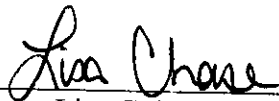
**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that a copy of the foregoing has been served on all Parties of Record, via first-class U.S. Mail, postage prepaid, on this 27 day of September, 2004.

General Counsel  
Office of the Public Counsel  
P.O. Box 7800  
Jefferson City, Missouri 65102

General Counsel  
Missouri Public Service Comm'n  
Governor Office Building  
200 Madison Street - Suite 100  
Jefferson City, Missouri 65101

Sherry Darling  
Farr, Hickman & Slavin  
101 W. Illinois St.  
P.O.Box J  
Kirksville, MO 63501

  
\_\_\_\_\_  
Lisa Cole Chase

VERIFICATION

STATE OF MISSOURI )  
 ) SS  
COUNTY OF ~~COLE~~ )  
MACON

On this 2 day of September, 2004, I, Wayne Hackman, Manager of Macon Electric Cooperative, being first duly sworn upon my oath, state that I have read the foregoing *Joint Application* of the City of La Plata, Missouri and Macon Electric Cooperative, that the facts stated therein are true and correct to the best of my knowledge, information and belief, and that the above attorney is authorized to file such document on behalf of Macon Electric Cooperative.

*Wayne Hackman*  
Wayne Hackman

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on the date first written above.

*Angela K Hughes*  
Notary Public

ANGELA K HUGHES  
NOTARY PUBLIC STATE OF MISSOURI  
MACON COUNTY  
MY COMMISSION EXP. NOV. 26, 2005

VERIFICATION

STATE OF MISSOURI )  
 ) SS  
COUNTY OF MACON )

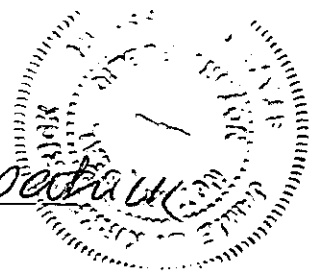
On this 14 day of Sept., 2004, I, David E. Wheeler, Mayor of La Plata, Missouri, being first duly sworn upon my oath, state that I have read the foregoing *Joint Application* of the City of La Plata, Missouri and Macon Electric Cooperative, that the facts stated therein are true and correct to the best of my knowledge, information and belief, and that the above attorney is authorized to file such document on behalf of the City of La Plata, Missouri.

David E. Wheeler  
David Wheeler, Mayor

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on the date first written above.

JAMIE L. KIRKPATRICK  
Notary Public • Notary Seal  
STATE OF MISSOURI  
MACON COUNTY  
My Commission Exp.: 8-26-06

Jamie L. Kirkpatrick  
Notary Public



# **EXHIBIT 1**

**CUSTOMER EXCHANGE**

**Between**

**CITY OF LA PLATA, MISSOURI**

**and**

**MACON ELECTRIC COOPERATIVE**

## CUSTOMER EXCHANGE AGREEMENT

This Agreement is made and entered into as of the 1<sup>st</sup> day of July, 2004, by and between CITY OF LA PLATA, MISSOURI (hereinafter "City") and MACON ELECTRIC COOPERATIVE (hereinafter "Cooperative").

### RECITALS

- A. City is authorized by law to provide municipally owned electric service within the City of La Plata, State of Missouri, and to any structure located outside of the City's corporate boundaries that were lawfully receiving permanent service from the City owned electric utility prior to July 11, 1991;
- B. Cooperative is authorized by law to provide electric service within the State of Missouri, including all of Macon County;
- C. The Missouri Legislature provides for a change in electric supplier from City to Cooperative pursuant to Sections 91.025 and 394.315 RSMo 2000;
- D. City and Cooperative desire to transfer the electric service of seven customers to structures located outside of the City's corporate boundaries from City to Cooperative with the consent of said seven customers;
- E. These seven customers' structures were lawfully receiving permanent service from the City owned electric utility prior to July 11, 1991;
- F. The area in which these seven customers' structures are located is starting to become more populated, however, the City has no plans at this time to annex the area surrounding the City where the seven customers structures are located;
- G. The State Highway Department is currently planning highway improvements in a location between the City of La Plata and the seven customers' structures, and will need to have the City of La Plata's facilities used to serve these seven customers buried under the highway at great expense to the City of La Plata and its citizens;
- H. The Cooperative is currently planning to serve new structures in the vicinity of these seven customers' structures, and can do so most efficiently and economically to both the City and Cooperative by purchasing a portion of the City's utilities used to served these seven customers and using the purchased facilities to serve new structures as well as the existing seven customers' structures, and in return, the City will be able to simply remove the portion of its facilities not purchased by the Cooperative, rather than bury it to make way for the highway improvements; and
- I. City and Cooperative desire to promote the orderly development of the retail electric service within Macon County, in areas near and adjacent to the limits of the City, and to

reduce the wasteful duplication of Customer Service Equipment and offer improved level of service to their Customers. This Customer Exchange will also allow emergency personnel to know with certainty the supplier of electric service to the different structures in the area in which these seven customers' structures are located.

## AGREEMENT

For good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the Parties agree to the following customer exchange:

1. Pursuant to Sections 91.025 and 394.315 RSMo 2000, City and Cooperative desire to transfer the electric service of seven customers' structures located outside of the corporate boundaries of the City from City to Cooperative with the agreement and consent of the seven customers. (**Attachment No. 1**, Consents from the seven affected consumers).

Attachment No. 1 contains each affected customer's signature and mailing address. Whereas Attachment No. 2 discussed below, reflects each customers' property subject to this Agreement for Exchange of service.

2. Pursuant to Sections 91.025 and 394.315 RSMo 2000, City and Cooperative desire to transfer exclusive electric service from City to Cooperative for the seven customers' structures at issue here, located along the City's facilities as described in attachment No. 2, which is a color coded map showing the location of customers and facilities to be exchanged from the City to the Cooperative, and the requisite new facilities built by Cooperative to provide service to the exchanged customers. (Note: customer locations 2D & 2E are for the same customer).

The parties agree to transfer, upon receiving the appropriate Missouri Public Service Commission approval, the electric service from the City to Cooperative for the seven customers' structures at issue here. This exchange will aid the City and Cooperative in the consolidation of

facilities and bring efficiencies and savings to the City and Cooperative. This transfer will promote efficiencies in providing services to those remaining consumers served by the City, and it requires no duplication of electric service facilities as the Cooperative intends to purchase the portion of the City's facilities used to service these seven customers, to upgrade these facilities, and use them to provide service to these seven customers as well as new structures being built in this vicinity. Furthermore, this transfer will also improve safety in that it allows emergency personnel to know with certainty the supplier of electric service to the different structures in the area in which these seven customers' structures are located. The seven customers subject to the exchange will benefit as the Cooperative intends to upgrade lines and services to these structures;

3. The parties agree to undertake all actions reasonably necessary to implement this Agreement. Cooperative will pay the cost of obtaining administrative approval of the proposed Customer Exchange. Each party will cooperate in presenting a joint application showing such Customer Exchange Agreement to be in the public interest. If the Public Service Commission does not approve the Customer Exchange, then it shall be nullified and of no legal effect between the parties, and the City shall continue to have the right to continue to serve the seven customers' structures at issue herein.

4. This Customer Exchange shall be binding upon the parties and all subsidiaries, successors in interest and assigns of the respective parties hereto.

IN WITNESS WHEREOF, the parties have executed this Agreement this 1<sup>st</sup> day of July, 2004.

CITY OF LAPLATA

By: Paul E. Wheeler  
Mayor

ATTEST: Bobbie Innes, City Clerk

MACON ELECTRIC COOPERATIVE

By: \_\_\_\_\_  
Manager

ATTEST: \_\_\_\_\_

CITY OF LAPLATA

By: \_\_\_\_\_  
Mayor

ATTEST: \_\_\_\_\_

MACON ELECTRIC COOPERATIVE

By: Wayne H. Hester  
Manager

ATTEST: Virginia H. Hester

## CONSENT TO CHANGE OF ELECTRIC SERVICE PROVIDER

I, the undersigned, hereby support the proposed customer exchange contemplated by the City of LaPlata and Macon Electric Cooperative. Therefore, I request that the Missouri Public Service Commission order a change of electric supplier from my current electric company, City of LaPlata, to Macon Electric Cooperative.

Printed Name:	Signature:	Address:
Eldon Corrick	<i>Eldon Corrick</i>	30031 st Hwy 156 La Plata, Mo. 63549
City of LaPlata Administrated RAY A. JUV	<i>City of LaPlata</i> <i>Ray A. Juv</i>	101 South Ger LA PLATA, MO 63549
Wilson S Belt	<i>Wilson S Belt</i>	P.O. BOX 35 LA PLATA, MO 63549
Bill Bulluck	<i>B Bulluck</i>	12543 Old Hwy 63 La Plata, Mo 63549
LARRY MICHEL	<i>Larry Michel</i>	3163 HALF MOON AVE NW TIFFIN, IA. 52340
Marguerite Hodges	<i>Marguerite Hodges</i>	30265 St Hwy 156 La Plata, Mo. 63549
Tom Phillips <i>Tom Phillips</i>	<i>Tom Phillips</i>	33331 Lilac Pl. La Plata, Mo. 63549



- PURPLE** - Location of customers transferred to coop from city
- PINK** - City line not purchased by coop and now removed by city
- YELLOW** - Line transferred from city to coop
- GREEN** - Line built by coop to service line bought from city
- RED** - Line built by coop off of line transferred from city to serve two new houses

Key to Exchanged Customers

1B – Bill Bullock

2C – Eldon Corrick

2D – Marguerite Hodges

2E – Marguerite Hodges

3A – Wilson Belt

4E – Tom Phillips

4F – Larry Michael

4G – Service Location for Property  
owned by City of LaPlata

## **EXHIBIT 2**

CERTIFICATE

I, Mary Liebhart, certify that I am Secretary of Macon Electric Cooperative and that the following is a true excerpt from the minutes of a meeting of the Board of Directors of Macon Electric Cooperative held on April 27, 2004, at which a quorum was present and that the following portion of the minutes has not been modified or rescinded.

**RESOLVED**, that the proposed Customer Exchange between Macon Electric Cooperative and the City of LaPlata, Missouri (hereinafter call the "City), substantially in the form presented to this meeting, be and the same are hereby approved; and

**BE IT FURTHER RESOLVED**, that the President, General Manager, General Counsel, and the Law Firm of Andereck, Evans, Milne, Peace & Johnson, L.L.C. are authorized and directed to act according to their best judgement to carry out the intentions of this resolutions, said authority to include filing the appropriate Customer Exchange Application with the Missouri Public Service Commission as may be needed for the approval of said customer exchange and so as to comply with any Order issued by the Public Service Commission.

IN WITNESS WHEREOF, I have set my hand and affixed the seal of the Cooperative this 27<sup>th</sup> day of July 2004.

  
Mary Liebhart

# **EXHIBIT 3**

**CERTIFICATE**

STATE OF MISSOURI     )  
  ) ss  
COUNTY OF MACON

The undersigned hereby certifies that she is the City Clerk of the City of La Plata, Missouri, and that as such she is custodian of the records of the municipality and keeper of the journal of proceedings of the City Council; and

She further certifies that the foregoing is a true and accurate copy of the Ordinance No. 875 duly enacted by the city at a (special/regular) meeting thereof on the 11<sup>th</sup> day of May, 2004, and passed on roll call vote as shown on the foregoing.

Dated this 22<sup>nd</sup> day of September, 2004



Bobbie Ives  
City Clerk, Bobbie Ives  
City of La Plata, Missouri

Kevin East            yea  
Trent Perry           yea  
Robert Johnson      yea  
Charles McBee        yea

AN ORDINANCE OF THE CITY OF LAPLATA, MISSOURI, AUTHORIZING THE MAYOR TO EXECUTE DOCUMENTS NECESSARY TO CARRY OUT THE INTENT OF THIS ORDINANCE ON BEHALF OF THE CITY OF LAPLATA, MISSOURI, TO ENTER INTO A CUSTOMER EXCHANGE AGREEMENT BETWEEN MACON ELECTRIC COOPERATIVE AND THE CITY OF LA PLATA, MISSOURI, AUTHORIZING CITY ATTORNEY DARLING TO EXECUTE AND SUBMIT SUCH LEGAL DOCUMENTS AS ARE NECESSARY THEREFOR.

BE IT ORDAINED BY THE BOARD OF ALDERMEN OF THE CITY OF LA PLATA, MISSOURI, AS FOLLOWS:

WHEREAS, the City of LaPlata has agreed to enter into a Customer Exchange Agreement, a copy of which is attached as Exhibit "A" and incorporated as a part of this Ordinance the same as if set forth here verbatim, with Macon Electric Cooperative allowing Macon Electric Cooperative to serve those seven (7) customer residences currently served by the City, a complete list of said customer residences is attached to Exhibit "A" which is incorporated as a part of this Ordinance the same as if set forth here verbatim.

Section 1. THEREFORE, the Customer Agreement with Macon Electric Cooperative is approved and accepted and the Mayor is authorized to sign for and on behalf of the City of La Plata, Missouri.

Section 2. THEREFORE, the Customer Exchange with Macon Electric Cooperative is approved and accepted and the Mayor is authorized to sign for and on behalf of the City of La Plata, Missouri.

Section 3. City Attorney Darling is authorized and directed to execute and submit on behalf of the City such legal documents as are necessary to carry out the intent of this ordinance.

THIS ORDINANCE SHALL BECOME IN FORCE AND EFFECT FROM AND AFTER ITS PASSAGE AND APPROVAL.

Read the first time section by section and twice by caption, as provided by ordinance, passed and approved by the Board of Aldermen of the City of La Plata, Missouri, this 11 day of May, 2004.

David E. Wheeler  
Mayor, David Wheeler

Attest:

Melva Curtis  
City Clerk, Melva Curtis

Approved this 11 day of May, 2004.

David E. Wheeler  
Mayor, David Wheeler

Attest:

Melva Curtis  
City Clerk, Melva Curtis

# **EXHIBIT 4**

# STATE OF MISSOURI



Matt Blunt  
Secretary of State


Q00061484A

## CERTIFICATE OF CORPORATE RECORDS

### MACON ELECTRIC COOPERATIVE

I, MATT BLUNT, Secretary of the State of the State of Missouri and Keeper of the Great Seal thereof, do hereby certify that the annexed pages contain a full, true and complete copy of the original documents on file and of record in this office for which certification has been requested.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 11th day of May, 2004

  
Secretary of State



Certification Number: 6694983-1 Page 1 of 3 Reference:  
Verify this certificate online at <http://www.sos.mo.gov/businessentity/verification>

No. 61484

# STATE OF MISSOURI

Certificate of



Incorporation

Whereas, An association organized under the name of  
MACON ELECTRIC COOPERATIVE

has filed in the office of the Secretary of State Articles of Association or Agreement in writing, as provided by law, and has in all respects complied with the requirements of law governing the formation of Co-operative Associations for

**CO-OPERATIVE AGRICULTURAL PURPOSES:**

Now, Therefore, I, **DWIGHT H. BROWN**, Secretary of State of the State of Missouri, in virtue and by authority of law, do hereby certify that said association has, on the date hereof become a body corporate, duly organized under the name of MACON ELECTRIC COOPERATIVE

located at MACON and is entitled to all the rights and privileges granted to Co-operative Associations under the laws of this State for a term of perpetual years, and that the amount of the Capital Stock of said corporation is Thirty thousand Dollars.

In Testimony Whereof, I hereunto set my hand and affix the Great Seal of the State of Missouri. Done at the City of Jefferson, this 13th day of May A. D. Thirteen Hundred and Thirty eight.

[SEAL]

*Dwight H. Brown*  
SECRETARY OF STATE

*J. R. Holman*  
CHIEF CLERK

CERTIFIED COPY

ARTICLES OF INCORPORATION

OF

MACON ELECTRIC COOPERATIVE

KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned, for the purpose of forming a cooperative association under and pursuant to the provisions of Article 29, Chapter 87, of the Revised Statutes of Missouri, 1929, and amendments thereto, do hereby associate ourselves as a cooperative association and do adopt the following Articles of Incorporation.

First. The name of this Association shall be  
MACON ELECTRIC COOPERATIVE

Second. The names and places of residence of the incorporators of this Association are:

<u>NAME</u>	<u>RESIDENCE</u>
<u>E. E. Walker</u>	<u>Macon, Mo.</u>
<u>H. M. Cross</u>	<u>Collage Mound, Mo.</u>
<u>Geo. E. Nelson</u>	<u>Rawler, Mo.</u>
<u>Miles E. Pontius</u>	<u>Callen, Mo.</u>
<u>LeRoy Andrews</u>	<u>Jacksonville, Mo.</u>
<u>R. T. Hall</u>	<u>Map Boston, Mo.</u>
<u>Guy A. Barron</u>	<u>Ethal, Mo.</u>
<u>F. D. Gooding</u>	<u>Atlanta, Mo.</u>
<u>Mary D. Harding</u>	<u>Clarence, Mo.</u>
<u>Frankton V. Walker</u>	<u>Anabel, Mo.</u>
<u>Bryon Leath</u>	<u>Macon, Mo.</u>
<u>Lucy I. Lawrence</u>	<u>Clarence, Mo.</u>

Third. The conduct of the business of this Association shall be upon the cooperative plan and the purposes for which it

is formed are:

- (1) To generate, manufacture, purchase, acquire and accumulate electric energy for its stockholders and to transmit, distribute, furnish, sell and dispose of such electric energy to its stockholders; and to construct, erect, purchase, lease as lessee, and in any manner acquire, own, hold, maintain, operate, sell, dispose of, lease as lessor, exchange and mortgage plants, buildings, works, machinery, supplies, apparatus, equipment and transmission and distribution lines and systems necessary, convenient or useful for carrying out and accomplishing any of the foregoing purposes;
- (2) To assist its stockholders by wiring or causing to be wired their premises and by installing and causing to be installed therein electric and plumbing appliances, fixtures, machinery, supplies, apparatus and equipment of any and all kinds and character and, in connection therewith and for such purposes, to enter into and carry out all agreements necessary and advisable in connection therewith, and to purchase, acquire, lease, sell, distribute, install and repair electric and plumbing appliances, fixtures, machinery, supplies, apparatus, and equipment of any and all kinds and character and to receive, acquire, endorse, guarantee, pledge, hypothecate, transfer and otherwise dispose of notes and other evidences of indebtedness and all security therefor;
- (3) To purchase, receive, lease as lessee, or in any manner acquire, own, hold, maintain, use, sell, convey, lease as lessor, exchange, pledge, mortgage or in any manner dispose of any and all real and personal property or any interest necessary, useful or appropriate to enable this Association to accomplish any or all of its purposes;
- (4) To acquire, own, hold, use, exercise and, to the extent permitted by law, to sell, mortgage, pledge, hypothecate 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 this Association;

- (5) To borrow money and otherwise contract indebtedness, and to give any form of obligation or security therefor and without limiting the generality of the foregoing to issue notes, bills of exchange, bonds, debentures and other evidences of indebtedness and to secure any of its obligations by mortgage, pledge or deed of trust of any or all of its property, assets, franchises and income;
- (6) To extend credit in connection with the sale of any property or merchandise, and take any form of obligation or security therefor, and to make any contract, endorsement or guaranty deemed desirable incident to the transfer or pledge of any such obligation or security;
- (7) To do and perform, either for itself or its stockholders any and all acts and things, and to have and exercise any and all powers, as may be necessary or convenient to accomplish any or all of the foregoing purposes; and to exercise any of its powers anywhere.

Fourth. The principal place of business of this Association shall be located at **Macon** in the County of **Macon** State of Missouri.

Fifth. The amount of the authorized capital stock of this Association shall be Thirty Thousand (\$30,000) Dollars, divided into six thousand (6,000) shares of the par value of Five (\$5.00) Dollars each. The shares of authorized capital stock may be issued from time to time and shall be paid for at such times and in such manner as the by-laws of this Association shall determine.

Sixth. The duration of this Association shall be perpetual.

Seventh. Upon dissolution or liquidation, the assets of this Association shall be applied first, to pay liquidation expenses, next,

to pay obligations of this Association other than dividends based upon capital stock or dividends based upon purchases by patrons of the Association; and the remainder of such assets shall be distributed in the following priority:

- (1) To pay any deferred dividends upon capital stock.
- (2) To pay any deferred dividends upon purchases by patrons.
- (3) Any remaining assets shall be distributed among the stockholders at the date of the dissolution or liquidation in proportion to their deferred dividends on purchases from the Association.

IN TESTIMONY WHEREOF, we have hereunto set our hands this 6th day of May, 1938.

H. E. Walker

W. M. Cross

Geo. T. Holman

Miles E. Pontius

LeRoy Andrews

R. T. Ball

Guy A. Borron

V. D. Goodding

Mary A. Harding

Preston V. Walker

Bryan Leath

Lucy I. Lawrence

STATE OF MISSOURI )  
COUNTY OF Macon ) SS

On this 6th day of May, 1938, before me personally appeared H. E. Walker, Preston V. Walker, Miles E. Pontius, V. D. Goodding, LeRoy Andrews, five of the incorporators who subscribed the foregoing Articles of Incorporation, to me known to be the persons described in and who executed the said instrument and acknowledged that they executed the same as their free act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed

my notarial seal the day and year last above written.

My commission expires July 14, 1938.

Mayme Williams  
Notary Public

(Seal)

FILED FOR RECORD ON MAY 7, 1938 AT 1 O'CLOCK AND 30 MINUTES P.M.

EVERETT FRAZEE RECORDER.

IN THE RECORDER'S OFFICE.

STATE OF MISSOURI, )  
County of Macon, ) ss.

I, the undersigned Recorder within and for the County of Macon, State aforesaid, do hereby certified that the foregoing instrument is a true and complete copy of ARTICLES OF INCORPORATION OF MACON ELECTRIC COOPERATIVE, recorded in BOOK 293, at Page 140, and is on file and of record among the records of the Recorder's Office of Macon County, Missouri.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal at my office in Macon, Missouri, this the 7th day of May, 1938.

EVERETT FRAZEE RECORDER.

By Arthur Quinn Deputy.

FILED AND CERTIFIED  
INCORPORATION 1938

MAY 13 1938

Dwight H. Brown  
Secretary of State