

SECRETARY'S CERTIFICATE OF SUMMIT UTILITIES, INC.

This Secretary's Certificate is being provided regarding a financial filing application with the Missouri Public Service Commission for service in the Warsaw area by Missouri Gas Utility, Inc. The undersigned, being the duly appointed, qualified and acting Secretary of the Company, does hereby certify as follows:


Summit Utilities, Inc. is duly organized and validly existing under the laws of the State of Colorado.

At a meeting of the Board of Directors on March 13, 2009, the Board of Directors of Summit Utilities, Inc. unanimously approved authorization to file with the Missouri Public Service Commission the financial application and any other required filings for the project.

Further, the Board of Directors unanimously approved authorization to proceed with the bank and bond counsel for an additional letter of credit for approximately \$5,600,000 and with preparation of the necessary bond supplement, loan agreement, reimbursement agreement, security agreements and related documents.

IN WITNESS WHEREOF, the undersigned has executed this Secretary's Certificate in his capacity as Secretary of Summit Utilities, Inc. on this 24th day of March, 2009.

Summit Utilities, Inc.

By: 
Kenneth C. Wolfe, Secretary

SECRETARY'S CERTIFICATE OF MISSOURI GAS UTILITY, INC.

This Secretary's Certificate is being provided regarding a filing with the Missouri Public Service Commission regarding an application for a Certificate of Public Convenience and Necessity for service in the Warsaw area by Missouri Gas Utility, Inc. The undersigned, being the duly appointed, qualified and acting Secretary of the Company, does hereby certify as follows:

Missouri Gas Utility, Inc. is duly organized and validly existing under the laws of the State of Colorado.

At a meeting of the Board of Directors on March 13, 2009, the Board of Directors of Missouri Gas Utility, Inc. unanimously approved authorization to file with the Missouri Public Service Commission the application and any other required filings for the Certificate of Public Convenience and Necessity for the project.

Further, the Board of Directors unanimously approved authorization to file any required financing applications with the Missouri Public Service Commission through Missouri counsel.

IN WITNESS WHEREOF, the undersigned has executed this Secretary's Certificate in his capacity as Secretary of Missouri Gas Utility, Inc. on this 24th day of March, 2009.

Missouri Gas Utility, Inc.

By: 
Kenneth C. Wolfe, Secretary