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**Directors and Officers**  
**Johnson Controls Network Integration Services, Inc.**

**DIRECTORS:**

John P Kennedy Director  
Primary : 5757 North Green Bay Avenue  
Address : P.O. Box 591  
Milwaukee, WI 53201-0591

James H Keyes Director  
Primary : 5757 North Green Bay Avenue  
Address : P.O. Box 0591  
Milwaukee, WI 53201-0591

Stephen A Roell Director  
Primary : 5757 North Green Bay Avenue  
Address : P.O. Box 591  
Milwaukee, WI 53201-0591

**OFFICERS:**

Stephen A Roell Vice President & Treasurer  
Primary : 5757 North Green Bay Avenue  
Address : P.O. Box 591  
Milwaukee, WI 53201-0591

John P Kennedy Secretary  
Primary : 5757 North Green Bay Avenue  
Address : P.O. Box 591  
Milwaukee, WI 53201-0591

Jerome D Okarma Assistant Secretary  
Primary : 5757 North Green Bay Avenue  
Address : P.O. Box 591  
Milwaukee, WI 53201-0591

Marvin S Hiller Assistant Secretary  
Primary : 507 E. Michigan St.  
Address : Milwaukee, WI 53202

Bruce T. Jacobs President  
Primary : 2001 Westside Dr., Suite 130  
Alpharette, GA 30201

Jerome D Okarma Vice President  
Primary : 5757 North Green Bay Avenue  
Address : P.O. Box 591  
Milwaukee, WI 53201-0591

Johnson Controls, Inc.  
5757 N. Green Bay Avenue  
Post Office Box 591  
Milwaukee, WI 53201-0591  
Tel. 414/228 1200

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JOHNSON  
CONTROLS

DELEGATION OF AUTHORITY

The undersigned, President of Johnson Controls, Inc., a Wisconsin corporation, pursuant to the authority vested in him by a certain resolution adopted by the Board of Directors of the Company on January 23, 1980, hereby authorizes

Thomas E. Campbell, Manager, Tax Planning  
5757 North Green Bay Avenue  
Post Office Box 591  
Milwaukee, Wisconsin 53201

to perform, on behalf of the Company, and any direct or indirect affiliate for which the Company is the majority shareholder, the acts described below:

- a. to execute and file any required tax returns, waivers, consents and closing agreements;
- b. to apply for any and all contractor's licenses, general business licenses, privilege licenses, and other similar licenses required in the ordinary course of business; and
- c. to execute and file annual reports and abandoned property reports as required by state law.

This authority does not extend to

- a. the execution of surety, performance or bid bonds, any notes, contracts, or any other agreement to borrow money in the name of the Company;
- b. the signing, on behalf of the Company, of any deeds, abstracts, offers to purchase, or any other instruments pertaining to the purchase or sale of real property;
- c. the collection, receipt and recovery of monies due or to become due to the Company and the issuance of receipts and releases for the payment thereof except as noted above; or
- d. the execution and delivery of any contracts for the performance of work, sale of goods, and furnishing of services, and any other instruments in connection therewith and in the ordinary course of business.

This authority shall remain in full force and effect until revoked in writing by the President of the Company.

Signed and sealed at Milwaukee, Wisconsin, this 16<sup>th</sup> day of Sept., 1994.

Attest:

Secretary  
(SEAL)

President

