

F990000006370

TRANSMITTAL LETTER

TO: Qualification/Registration Section
Division of Corporations

SUBJECT: Wisconsin Energy Conservation Corporation
(Name of Corporation)

100003062731--8
-12/07/99-01038--006
*****70.00 *****70.00

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conducts its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Cherl Cooper
(Name of Person)
Wisconsin Energy Conservation Corporation
(Firm/Company)
3120 International Lane
(Address)
Madison, WI 53704
(City, State and Zip Code)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Janet Brandt at (608) 249 - 9322
(Name of Person) Area Code & Daytime Telephone Number

STREET ADDRESS:
Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

DB
12-9-99

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:*

1. Wisconsin Energy Conservation Corporation

(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

2. Wisconsin

(State or country under the law of which it is incorporated)

3. 39-1356152

(FEI number, if applicable)

4. 2-8-80

(Date of Incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon registration in Florida

(Date corporation first conducted Affairs in Florida -
See sections 617.1501, 617.1502, and 817.155, F.S.)

7. 3120 International Lane

Madison, WI 53704

(Current mailing address)

8. Engaged in providing loans focused on energy conservation.

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. **Name and street address of Florida registered agent:**

Rhonda James

(Name)

2815 Drake Drive

(Office address)

Orlando

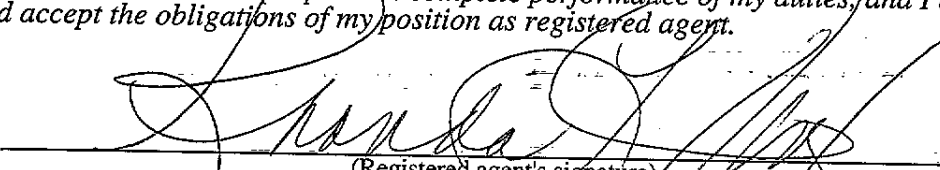
(City)

Florida, 32810

(Zip Code)

10. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other

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official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address only- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: See attached list

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: See attached list

Address:

Vice President:

Address:

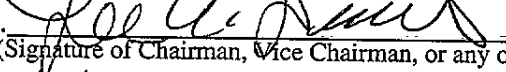
Secretary:

Address:

Treasurer:

Address:

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

Lee Duerst, Board Treasurer

(Typed or printed name and capacity of person signing application)

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WISCONSIN ENERGY CONSERVATION CORPORATION
OFFICERS AND BOARD OF DIRECTORS

Peter Malicki
NAStar, Inc.
2130 Pinehurst Drive
Middleton, WI 53562

President and Director

Robert Koller
NEWCAP, Inc.
1201 Main Street
Oconto, WI 54135

Vice President and Director

Lee Duerst
Dane County Housing Authority
2001 W. Broadway, Suite #1
Monona, WI 53713

Treasurer and Director

Arnell Jorgenson
Community Action, Inc.
2300 Kellogg Avenue
Janesville, WI 53546

Secretary and Director

Kristine A. Euclide
Stafford, Rosenbaum, Rieser
& Hanson Law Firm
3 South Pinckney Street, Suite 1000
Madison, WI 53703

Director

Christine Hulet
ESCO
21025 Highway 78
Blanchardville, WI 53516

Director

Charles Lem
5776 Ivanhoe Circle
Madison, WI 53711

Director

Helen Loschnigg
5353 Gunflint Trail
Madison, WI 53711

Director

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TALLAHASSEE, FLORIDA

DOM
180 181 185

United States of America
State of Wisconsin



DEPARTMENT OF FINANCIAL INSTITUTIONS

To All to Whom These Presents Shall Come, Greeting:

I, RICHARD L. DEAN, Secretary, Department of Financial Institutions, do hereby certify that

WISCONSIN ENERGY CONSERVATION CORPORATION

is a domestic corporation organized under the laws of this state and that its date of incorporation is February 8, 1980.

I further certify that corporation has, within its most recently completed report year, filed an annual report required under ss. 180.1622, 180.1921 or 181.1622, Wis. Stats., and that it has not filed articles of dissolution.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department on 8 Nov 1999.

RICHARD L. DEAN, Secretary
Department of Financial Institutions

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FILED
SECRETARY OF FINANCIAL INSTITUTIONS
RICHARD L. DEAN

BY:

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.