Note: Amendment filed by Attorney with the State of Alaska May 2017. -RL

ARTICLES OF AMENDMENT TO THE ARTICLES OF CONVERSION OF BARROW UTILITIES & ELECTRIC COOPERATIVE, INC.

Pursuant to the provisions of Alaska Statute 10.25, BARROW UTILITIES & ELECTRIC COOPERATIVE, INC., adopts these Articles of Amendment to the Articles of Conversion.

The name of the cooperative is BARROW UTILITIES & ELECTRIC COOPERATIVE, INC.

The address of the cooperative's principal office is 1295 Agvik Street, Barrow, AK 99723.

The following amendment to the Articles of Conversion was adopted by the membership of the cooperative in the manner prescribed by Alaska Statute 10.25.210.

> Article VI of the Articles of Incorporation shall be amended to read as follows:

ARTICLE VI

The address of the principal office of the cooperative is 1295 Agvik Street, Barrow, Alaska 99723, with a mailing address of Post Office Box 449, Barrow, Alaska 99723.

EXECUTED AND ACKNOWLEDGED this _28 day of _April , 2017. at Barrow, Alaska.

> **BARROW UTILITIES & ELECTRIC** COOPERATIVE, INC.

PRICE E. BROWER

President, Board of Directors

ATTEST:

Printed Name: Josiah Pathotale

Secretary/Treasurer

ARTICLES OF AMENDMENT TO THE ARTICLES OF CONVERSION OF BARROW UTILITIES & ELECTRIC COOPERATIVE, INC. Page 1



STATE OF ALASKA)
	: ss.
SECOND JUDICIAL DISTRICT)

THIS IS TO CERTIFY that before me, the undersigned, a Notary Public in and for the State of Alaska, duly sworn and commissioned as such, personally appeared PRICE E. BROWER, known to me and to me known to be the President of BARROW UTILITIES & ELECTRIC COOPERATIVE, INC., and he acknowledged to me that he knew the contents of the foregoing Amendment to the Articles of Conversion, and acknowledged the same to be the act of said corporation done by the authority of its Board of Directors.

act of said corporation done by the	
IN WITNESS WHE A pril , 20 MULUGAVEVE F. TU'IFUA Notary Public State of Alaska My Commission Expires Sep 12, 2020	EREOF, I have hereunto set my hand and notarial seal this old. Mulugulla + Julya Notary Public in and for the State of Alaska My commission expires: Sep 12, 2020
STATE OF ALASKA) : ss.
SECOND JUDICIAL DISTRICT)
THIS IS TO CERTI	IFY that before me, the undersigned, a Notary Public in and

THIS IS TO CERTIFY that before me, the undersigned, a Notary Public in and for the State of Alaska, duly sworn and commissioned as such, personally appeared notation to be the Secretary of BARROW UTILITIES & ELECTRIC COOPERATIVE, INC., and he acknowledged to me that he knew the contents of the foregoing Amendment to the Articles of Conversion, and acknowledged the same to be the act of said corporation done by the authority of its Board of Directors.

1N WITNESS WHEREOF, I have hereunto set my hand and notarial seal this day of May, 2017.

MULUGAVEVE F. TUTIFUA Notary Public State of Alaska My Commission Expires Sép 12, 2020 Notary Public in and for the State of Alaska
My commission expires: Sep. 12, 2020

AFFIDAVIT

)

STATE OF ALASKA

SECOND JUI	: ss. DICIAL DISTRICT)
	I, the undersigned, being first duly sworn upon oath, depose and state:
	1. That I am the President of Barrow Utilities & Electric Cooperative, Inc.;
to the memb	2. That the proposed amendment to the Articles of Conversion was presented ers, and that the notice of the membership meeting set forth the proposed
than two-third	3. That the proposed amendment was approved by affirmative vote of more is of those members voting on it;
the Articles of the seal of the	4. Thereafter a proper officer executed and acknowledged the Amendment to f Conversion on behalf of the cooperative, and the Secretary affixed and attested to cooperative;
requirements amendment.	5. The Articles of Amendment to the Articles of Conversion contain all the of A.S. 10.25.210 and .220, and meet all other statutory requirements for
	Further affiant sayeth naught.
	DATED at Barrow, Alaska, this 28th day of April, 2017.
	PRICE E. BROWER, President BARROW UTILITIES & ELECTRIC COOPERATIVE, INC.
April	SUBSCRIBED AND SWORN TO before me this 28th day of 2017.
ARTIC	MULUGAVEVE F. TU IFUA Notary Public State of Alaska My Commission Expires Sep 12, 2020 ES OF AMENDMENT MULUGAULU F. Suitug Notary Public in and for Alaska My commission expires: Sep 12, 2020 My Commission expires:
TO THE	E ARTICLES OF CONVERSION RROW UTILITIES & ELECTRIC COOPERATIVE, INC.