

**ARTICLES OF INCORPORATION
OF
WILSON ELECTRIC, INC.**

WE, David R. Wilson and Susanne K. Wilson, incorporators of a corporation under the Iowa Business Corporation Act, under Chapter 496A of the Iowa Code, adopt the following Articles of Incorporation for said corporation:

ARTICLE I

The name of the Corporation shall be WILSON ELECTRIC, INC.

ARTICLE II

The Corporation shall have unlimited power to engage in and to do any lawful act concerning any and all lawful business for which corporations may be organized under this Act.

ARTICLE III

The address of the initial registered office of the Corporation is 313 Manchester Avenue, P.O. Box 345, Earlville, Delaware County, Iowa, 52041, and the name of the initial registered agent is David R. Wilson.

ARTICLE IV

The Corporation shall have perpetual duration and shall begin and commence Corporation existence on April 3, 1995, subject to the approval of the Secretary of State, State House, Des Moines, Iowa, and the issuance of a certificate by them of incorporation.

ARTICLE V

The shares of stock which the Corporation is authorized to issue are:

Common Stock - 10,000 shares having a par value of \$100.00 per share or a total of \$1,000,000.00. Each shareholder shall be entitled to one vote for each share of said common stock herein.

ARTICLE VI

The private property of the shareholders of this Corporation shall not be liable for the corporate debts or liabilities, but shall be wholly exempt therefrom.

ARTICLE VII

The number of Directors constituting the initial Board of Directors of the Corporation is two (2) and the names and addresses of the people to serve as Directors until the first annual meeting of the Shareholders, or until their successors are elected and shall qualify, are:

David R. Wilson
P.O. Box 345
Earlville, Iowa 52041

Susanne K. Wilson
P.O. Box 345
Earlville, Iowa 52041

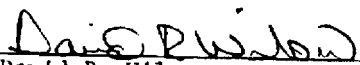
ARTICLE VIII

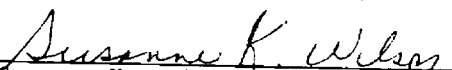
The names and addresses of the Incorporators are:

David R. Wilson
P.O. Box 345
Earlville, Iowa 52041

Susanne K. Wilson
P.O. Box 345
Earlville, Iowa 52041

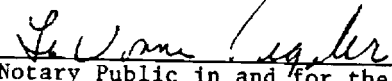
Dated this 31st day of March, 1995.


David R. Wilson


Susanne K. Wilson

STATE OF IOWA)
) ss:
COUNTY OF DUBUQUE)

On this 31st day of April, 1995, before the undersigned, a Notary Public in and for the State of Iowa, personally appeared David R. Wilson and Susanne K. Wilson, to me known to be the persons named in and who executed the foregoing as their voluntary act and deed.


Notary Public in and for the State of Iowa

STATE OF IOWA
SECRETARY OF STATE
FILED 04/03/1995 AT 11:01 AM
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