



La Plata Electric Association, Inc.

A Touchstone Energy® Cooperative



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CERTIFICATE OF RESOLUTIONS AND INCUMBENCY

2021-02

I, Dan Huntington, do hereby certify that (i) I am the Secretary of La Plata Electric Association, Inc. (hereinafter called the "Cooperative"); (ii) the following are true and correct copies of resolutions duly adopted by the board of directors of the Cooperative at a meeting held on February 17, 2021; (iii) the meeting was duly and regularly called and held in accordance with the articles and bylaws of the Cooperative; (iv) the Cooperative is duly incorporated, validly existing and in good standing under the laws of the state of its incorporation and there is no pending or contemplated proceeding for the merger, consolidation, sale of assets or business or dissolution of the Cooperative; (v) the form of the Substitute Secured Promissory Note (the "Substitute Note") was submitted to the meeting and was authorized by the board of directors to be executed; (vi) none of the following resolutions has been rescinded or modified as of this date; and (vii) the persons authorized below have been duly elected or appointed to their respective positions and occupied such positions on the date of actual execution of the Substitute Note:

RESOLVED, that and each of the following individuals be, and each of them is, authorized in the name and on behalf of the Cooperative, to execute and deliver the Substitute Secured Promissory Note in substantially the form presented to this meeting, and to execute and deliver all such other instruments and do all such other acts as in the opinion of such individual(s) acting may be necessary or appropriate in order to carry out the purposes and intent of the foregoing resolutions.

Office or Title	<u>Name (typed or printed)</u>
Chief Executive Officer	Jessica Matlock
VP, Finance	Karl Ramsey

IN WITNESS WHEREOF I have hereunto set my hand and affixed the seal of the Cooperative this 17th day of February, 2021.

Secretary, La Plata Electric Association, Inc