

SECRETARY'S CERTIFICATE
OF ADOPTION OF BY-LAWS

KNOW ALL MEN BY THESE PRESENTS: I, M. JONATHAN DAHL, the undersigned, the duly elected and acting Secretary of WELLS RURAL ELECTRIC COMPANY, a Nevada non-stock cooperative corporation, do hereby certify:

That the within and foregoing By-Laws have been duly adopted as the By-Laws of said corporation by the Board of Directors of this corporation at a meeting of Directors on the 15th day of May, 2018, and are in full force and effect.

M. JONATHAN DAHL - Secretary

(CORPORATE SEAL)