



COMMONWEALTH OF KENTUCKY
MICHAEL G. ADAMS, SECRETARY OF STATE

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AMD
Michael G. Adams
Kentucky Secretary of State
Received and Filed:
4/4/2024 2:22 PM
Fee Receipt: \$40.00

Division of Business Filings
P.O. Box 718
Frankfort, KY 40602
(502) 564-3490
www.sos.ky.gov

Amended Certificate of Authority
(Foreign Business Entity)

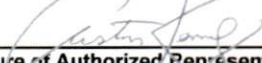
FCA

Pursuant to the provisions of KRS Chapter KRS 14A.9 - 040 the undersigned hereby applies for an amended certificate of authority on behalf of the entity named below and, for that purpose, submits the following statements:

- The business entity is:

<input checked="" type="checkbox"/> profit corporation	nonprofit corporation.
professional service corporation	business trust
limited liability company	limited partnership
professional limited liability company	statutory trust
limited cooperative association	non-profit LLC
other	
- The name of the company is: CN Utility Consulting, Inc.
(The name must be identical to the name on record with the Secretary of State.)
- It is an entity organized and existing under the laws of the state or country of Iowa.
- The entity received authority to transact business in Kentucky on 12/10/2014.
- The entity has changed its (check all that apply)
 - Domicile name to Eocene Environmental Group, Inc.
 - Name to be used in Kentucky to _____
 - Jurisdiction of organization to _____
 - Period of duration _____
 - Form of organization _____
 - Management type: Member managed Manager managed
- This application will be effective upon filing.

I declare under penalty of perjury under the laws of the state of Kentucky that the foregoing is true and correct.

	Austin Kennedy	Secretary	3/24/24
Signature of Authorized Representative	Printed Name	Title	Date

341681

**ARTICLES OF RESTATEMENT OF THE
ARTICLES OF INCORPORATION
OF
CN UTILITY CONSULTING, INC.**

1127652 RAART \$50.00 KATHY 2 3/20/24

TO THE SECRETARY OF STATE
OF THE STATE OF IOWA:

Pursuant to Sections 1006 and 1007 of the Iowa Business Corporation Act, the undersigned corporation adopts the following Restated Articles of Incorporation:

ARTICLE I

The name of the corporation is Eocene Environmental Group, Inc. (the "Corporation").

ARTICLE II

The Corporation shall have perpetual duration.

ARTICLE III

The purpose for which the Corporation is organized is the transaction of any and all lawful business for which corporations may be organized under the Iowa Business Corporation Act.

ARTICLE IV

The aggregate number of shares of stock which the Corporation is authorized to issue is five million (5,000,000) shares of common stock. The common stock shall have unlimited voting rights and shall be entitled to the net assets of the Corporation upon dissolution.

ARTICLE V

The Corporation shall not have a corporate seal.

ARTICLE VI

The address of the registered office of the Corporation is 400 E. Court Ave., Des Moines, IA 50309, and the name of the Corporation's registered agent at such address is C T Corporation System.

ARTICLE VII

A director of the Corporation shall not be liable to the Corporation or its shareholders for money damages for any action taken, or any failure to take any action, as a director, except liability for any of the following: (1) the amount of a financial benefit received by a director to which the director is not entitled; (2) an intentional infliction of harm on the Corporation or the shareholders; (3) a violation of Section 832 of the Iowa Business Corporation Act; or (4) an intentional violation of criminal law. If the Iowa Business Corporation Act is hereafter amended to authorize the further elimination or limitation of the liability of directors, then the liability of a director of the Corporation, in addition to the limitation on personal liability provided herein, shall be eliminated or limited to the extent of such amendment, automatically and without any further action, to the fullest extent permitted by law. Any repeal or modification of this Article VII by the

shareholders of the Corporation shall be prospective only and shall not adversely affect any limitation on the personal liability or any other right or protection of a director of the Corporation with respect to any state of facts existing at or prior to the time of such repeal or modification.

ARTICLE VIII

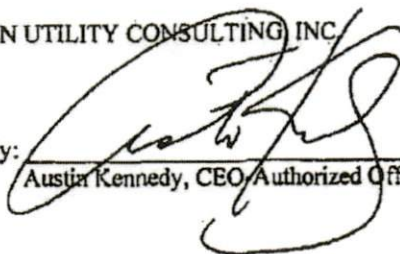
The Corporation shall indemnify a director or officer for liability (as such term is defined in Section 850(3) of the Iowa Business Corporation Act) for any action taken, or any failure to take any action, as a director or officer, except liability for any of the following: (1) receipt of a financial benefit received by a director or officer to which the director or officer is not entitled; (2) an intentional infliction of harm on the Corporation or the shareholders; (3) a violation of Section 832 of the Iowa Business Corporation Act; or (4) an intentional violation of criminal law. Without limiting the foregoing, the Corporation shall exercise all of its permissive powers as often as necessary to indemnify and advance expenses to its directors and officers to the fullest extent permitted by law. If the Iowa Business Corporation Act is hereafter amended to authorize broader indemnification, then the indemnification obligations of the Corporation shall be deemed amended automatically and without any further action to require indemnification and advancement of funds to pay for or reimburse expenses of its directors and officers to the fullest extent permitted by law. Any repeal or modification of this Article by the shareholders of the Corporation shall be prospective only and shall not adversely affect any indemnification obligations of the Corporation with respect to any state of facts existing at or prior to the time of such repeal or modification.

1. The date of adoption of these Restated Articles of Incorporation was the 18th day of March, 2024.
2. These Restated Articles of Incorporation were duly approved by the Corporation's shareholders in the manner required by the Iowa Business Corporation Act and the Corporation's Articles of Incorporation.
3. These Restated Articles of Incorporation consolidate all amendments into a single document.
4. These Restated Articles of Incorporation shall take effect on the later of filing with the Iowa Secretary of State or 11:59 P.M. on March 23, 2024.

[Signature Page Follows]

Dated this 19 day of March, 2024.

CN UTILITY CONSULTING INC

By: 
Austin Kennedy, CEO/Authorized Officer

[Signature Page to Articles of Restatement of Articles of Incorporation]



FILED
IOWA
SECRETARY OF STATE
3-19-24
3:36 PM
W01392427



STATE OF IOWA
Secretary of State Office

C # 427

I hereby certify that this is a true and complete document(s) to which the seal is affixed as filed in this office beginning March 19, 2024

~~Not including the separate~~
Dated March 28, 2024

Paul D. Felt
Secretary Of State

By *Cony Ben*



3 pgs.