

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

AMENDMENT No. 1
TO

FORM S-4
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

INTEGRATED ELECTRICAL SERVICES, INC. *
(exact name of registrant as specified in its charter)

| | | |
|--|--|--|
| DELAWARE (State or other jurisdiction of incorporation or organization) | 1731 (Primary Standard Industrial Classification Code Number) | 76-0542208 (I.R.S. Employer Identification Number) |
| 1800 WEST LOOP SOUTH SUITE 500 HOUSTON, TEXAS 77027 (713) 860-1500 (Address, including zip code, and telephone number, including area code, of Registrant's principal executive offices) | | JOHN F. WOMBWELL EXECUTIVE VICE PRESIDENT AND GENERAL COUNSEL 1800 WEST LOOP SOUTH, SUITE 500 HOUSTON, TEXAS 77027 (713) 860-1500 (Name, address, including zip code, and telephone number, including area code, of agent for service) |

Copy to:
DAVID P. OELMAN, ESQ.
VINSON & ELKINS L.L.P.
2300 FIRST CITY TOWER
1001 FANNIN STREET
HOUSTON, TEXAS 77002-6760
713-758-3708
713-615-5861 (FAX)

APPROXIMATE DATE OF COMMENCEMENT OF PROPOSED SALE TO THE PUBLIC:
As soon as practicable after the effective date of this Registration Statement

If the securities being registered on this Form are being offered in connection with the formation of a holding company and there is compliance with General Instruction G, check the following box. []

If this Form is filed to registered additional securities for an offering pursuant to Rule 462(b) under the Securities Act, check the following box and list the Securities Act registration number of the earlier effective registration statement for the same offering. []

If this Form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. []

* Includes certain subsidiaries of Integrated Electrical Services, Inc. identified on the following pages.

TABLE OF ADDITIONAL REGISTRANTS

UNDER REGISTRATION STATEMENT ON FORM S-4

The following subsidiaries of Integrated Electrical Services, Inc. are co-registrants under this registration statement for the purpose of providing guarantees, if any, of payments on debt securities registered hereunder:

| | | |
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| 1st Group Telecommunications, Inc. (f/k/a Bryant Acquisition Corporation) | Delaware | 742930927 |
| Ace Electric, Inc. | Georgia | 581233590 |
| Aladdin Ward Electric & Air, Inc. | Florida | 592137098 |
| Amber Electric, Inc. | Florida | 591888807 |
| Anderson & Wood Construction Co., Inc. | Delaware | 742918934 |
| ARC Electric, Incorporated | Delaware | 760581695 |
| B. Rice Electric LP | Texas | 760619043 |
| Bachofner Electric, Inc. | Delaware | 760593514 |
| Bartley & Devary Electric, Inc. | Delaware | 742916903 |
| Bear Acquisition Corporation | Delaware | 742959621 |
| Bexar Electric Company, Ltd. | Texas | 742767532 |
| Brink Electric Construction Co. | South Dakota | 460322078 |
| Britt Rice Electric, Inc. | Delaware | 760616944 |
| Britt Rice Holdings LLC | Arizona | 522216042 |
| Britt Rice Management LLC | Arizona | 760618685 |
| Bryant Electric Company, Inc. | North Carolina | 561054780 |
| BW Consolidated, Inc. | Nevada | 741769791 |
| BW/BEC, Inc. | Texas | 742835288 |
| BW/BEC, L.L.C. | Nevada | 860873929 |
| Canova Electrical Contracting, Inc. | Delaware | 742913069 |
| Carroll Holdings LLC | Arizona | 742916337 |
| Carroll Management LLC | Arizona | 742916336 |
| Carroll Systems LP | Texas | 760601730 |

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| Carroll Systems, Inc. (f/k/a Pan American Acquisition Corporation) | Delaware | 760597830 |
| Charles P. Bagby Co., Inc. | Alabama | 630751092 |
| Collier Electric Company, Inc. | Florida | 742923443 |
| Commercial Electrical Contractors, Inc. | Delaware | 760587343 |
| Cross State Electric, Inc. | California | 953657116 |
| Cypress Electrical Contractors, Inc. | Delaware | 721028256 |
| Daniel Electrical Contractors, Inc. | Florida | 592622624 |
| Daniel Electrical of Treasure Coast, Inc. | Florida | 650548129 |
| Davis Electrical Constructors, Inc. | South Carolina | 570474303 |
| Delco Electric, Inc. | Delaware | 731563953 |
| DKD Electric Company, Inc. | New Mexico | 850245113 |
| Electro-Tech, Inc. | Nevada | 880200302 |
| EMC Acquisition Corporation | Delaware | 742908723 |
| Ernest P. Breaux Electrical, Inc. | Delaware | 742916899 |
| Federal Communications Group, Inc. | Delaware | 850461441 |
| Florida Industrial Electric, Inc. | Florida | 593508913 |
| General Partner, Inc. | Alabama | 631080687 |
| Goss Electric Company, Inc. | Delaware | 760581878 |
| H.R. Allen, Inc. | South Carolina | 570695117 |
| Hatfield Reynolds Electric Company (f/k/a Hatfield Electric, Inc.) | Arizona | 860565738 |
| Haymaker Electric, Ltd. | Alabama | 631044169 |
| Holland Electrical Systems, Inc. | Delaware | 760576826 |
| Houston Stafford Holdings, LLC | Arizona | 522097492 |
| Houston-Stafford Electric, Inc. | Texas | 741774028 |
| Houston-Stafford Electrical Contractors, LP | Texas | 522095983 |
| Houston-Stafford Management LLC | Arizona | 522095981 |
| Howard Brothers Electric Co., Inc. | Delaware | 760570227 |
| I.C.G. Electric, Inc. | Delaware | 742918936 |

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| ICS Holdings LLC | Arizona | |
| ICS Integrated Communication Services LP | Texas | 522114914 |
| IES Communications Group, Inc. (f/k/a IES Communications Inc.) | Delaware | 760656305 |
| IES Contractors Holdings LLC | Arizona | 522131430 |
| IES Contractors LP | Texas | 522129299 |
| IES Contractors Management LLC | Arizona | 522129827 |
| IES Electrical Group, Inc. (f/k/a Integrated Communication Services, Inc.) | Delaware | 522110684 |
| IES Holdings, LLC | Arizona | 522097490 |
| IES Management, LP | Texas | 760569183 |
| IES Residential Group, Inc. | Delaware | 760656307 |
| IES Specialty Lighting, Inc. (f/k/a Modern Acquisition Corporation) | Delaware | 731592395 |
| IES Ventures Inc. | Delaware | 760656308 |
| Innovative Electric Company, Inc. (f/k/a Thurman & O'Connell Corp.) | Kentucky | 611145474 |
| Integrated Electrical Finance, Inc. | Texas | 760559059 |
| Integrated Electrical Services, Inc. | Delaware | 760542208 |
| Intelligent Building Solutions, Inc. | Delaware | 742910189 |
| J.W. Gray Electric Company, Inc. | Delaware | 760573295 |
| J.W. Gray Electrical Contractors, LP | Texas | 522097983 |
| J.W. Gray Holdings, LLC | Arizona | 522097988 |
| J.W. Gray Management, LLC | Arizona | 522097977 |
| Kayton Electric, Inc. | Nebraska | 470623159 |
| Key Electrical Supply, Inc. | Texas | 760285442 |
| Linemen, Inc. (d/b/a California Communications) | Delaware | 742912738 |
| Mark Henderson, Incorporated | Delaware | 760576830 |
| Menninga Electric, Inc. | Delaware | 760575872 |
| Midlands Electrical Contractors, Inc. | Delaware | 742918935 |
| Mid-States Electric Company, Inc. | Delaware | 621746956 |
| Mills Electric LP | Texas | 522095984 |

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| Mills Electrical Contractors, Inc. | Texas | 751394916 |
| Mills Electrical Holdings, LLC | Arizona | 522097491 |
| Mills Management LLC | Arizona | 522095982 |
| Mitchell Electric Company, Inc. | Arizona | 860141057 |
| M-S Systems, Inc. | Tennessee | 621404226 |
| Murray Electrical Contractors, Inc. | Delaware | 742913067 |
| Muth Electric, Inc. | South Dakota | 460324448 |
| NBH Holding Co., Inc. (f/k/a DKD Acquisition Corporation) | Delaware | 850461866 |
| Neal Electric LP | Texas | 760657784 |
| Neal Electric Management LLC (f/k/a ICS Management LLC) | Arizona | 522114906 |
| New Technology Electrical Contractors, Inc. | Delaware | 742918933 |
| Newcomb Electric Company, Inc. | Delaware | 760611653 |
| Pan American Electric Company, Inc., a New Mexico | New Mexico | 742618624 |
| Pan American Electric, Inc. | Tennessee | 620985675 |
| Paulin Electric Company, Inc. | Delaware | 610608088 |
| Pollock Electric, Inc. | Texas | 760078839 |
| Pollock Summit Electric, LP | Texas | 760569180 |
| Pollock Summit Holdings, Inc. | Arizona | 522097493 |
| PrimeNet, Inc. (f/k/a Stuttts Acquisition Corporation) | Delaware | 742902100 |
| Primo Electric Company (f/k/a Hamer Electric Acquisition, Inc.) | Delaware | 742902099 |
| Putzel Electrical Contractors, Inc. | Delaware | 760604195 |
| Raines Electric Co., Inc. | Delaware | 760581935 |
| Raines Electric LP | Texas | 522132532 |
| Raines Holdings LLC | Arizona | 522132528 |
| Raines Management LLC | Arizona | 522132530 |
| RKT Electric, Inc. | Delaware | 760585981 |
| Rockwell Electric, Inc. | Delaware | 760593890 |
| Rodgers Electric Company, Inc. | Washington | 911004905 |

| | | |
|--|----------|-----------|
| Ron's Electric, Inc. | Delaware | 742925506 |
| Spectrol, Inc. | Delaware | 760576823 |
| Spoor Electric, Inc. (d/b/a SEI Electrical Contractor) | Florida | 742899568 |
| Summit Electric of Texas, Incorporated | Texas | 760214796 |
| T&H Electrical Corporation | Delaware | 760583746 |
| Tech Electric Co., Inc. | Delaware | 742912739 |
| Tesla Power (Nevada), Inc. | Nevada | 760604875 |
| Tesla Power and Automation, LP | Texas | 760592351 |
| Tesla Power G.P., Inc. | Texas | 760604876 |
| Tesla Power Properties, LP | Texas | 760592352 |
| Thomas Popp & Company | Ohio | 311112666 |
| Valentine Electrical, Inc. | Delaware | 742916344 |
| Wolfe Electric Co., Inc. | Delaware | 742925512 |
| Wright Electrical Contracting, Inc. | Delaware | 631203022 |

THE REGISTRANT HEREBY AMENDS THIS REGISTRATION STATEMENT ON SUCH DATES AS MAY BE NECESSARY TO DELAY ITS EFFECTIVE DATE UNTIL THE REGISTRANT SHALL FILE A FURTHER AMENDMENT WHICH SPECIFICALLY STATES THAT THIS REGISTRATION STATEMENT SHALL THEREAFTER BECOME EFFECTIVE IN ACCORDANCE WITH SECTION 8(a) OF THE SECURITIES ACT OF 1933, AS AMENDED, OR UNTIL THE REGISTRATION STATEMENT SHALL BECOME EFFECTIVE ON SUCH DATE AS THE COMMISSION, ACTING PURSUANT TO SAID SECTION 8(a), MAY DETERMINE.

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PART II

INFORMATION NOT REQUIRED IN PROSPECTUS

ITEM 20. INDEMNIFICATION OF OFFICERS AND DIRECTORS

Subsection (a) of section 145 of the General Corporation Law of the State of Delaware empowers a corporation to indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the corporation) by reason of the fact that he is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful

Subsection (b) of Section 145 empowers a corporation to indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, or suit by or in the right of the corporation to procure a judgment in its favor by reason of the fact that such person acted in any of the capacities set forth above, against expenses (including attorneys' fees) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the corporation, except that no indemnification may be made in respect of any claim, issue or matter as to which such person shall have been made to be liable to the corporation unless and only to the extent that the Court of Chancery or the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which the Court of Chancery or such other court shall deem proper.

Section 145 further provides that to the extent a director or officer of a corporation has been successful on the merits or otherwise in the defense of any action, suit or proceeding referred to in subsections (a) and (b) of Section 145 in the defense of any claim, issue or matter therein, he shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him in connection therewith; that indemnification provided for by Section 145 shall not be deemed exclusive of any other rights to which the indemnified party may be entitled; that indemnification provided for by Section 145 shall, unless otherwise provided when authorized or ratified, continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of such person's heirs, executors and administrators; and empowers the corporation to purchase and maintain insurance on behalf of a director or officer of the corporation against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such whether or not the corporation would have the power to indemnify him against such liabilities under Section 145.

Section 102(b)(7) of the General Corporation Law of the State of Delaware provides that a certificate of incorporation may contain a provision eliminating or limiting the personal liability of a director to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director provided that such provision shall not eliminate or limit the liability of a director (1) for any breach of the director's duty of loyalty to the corporation or its stockholders, (2) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (3) under Section 174 of the Delaware General Corporation Law, or (4) for any transaction from which the director derived an improper personal benefit.

ITEM 21. EXHIBITS AND FINANCIAL STATEMENT SCHEDULES

(a) Exhibits. The following exhibits are filed herewith pursuant to the requirements of Item 601 of Regulation S-K:

| Exhibit No. | Description |
|----------------|---|
| 3.1 | Amended and Restated Certificate of Incorporation as amended. (Incorporated herein by reference to Exhibit 3.1 to the Registration Statement on Form S-1 (File No. 333-38715) of the Company). |
| 3.2* | Bylaws, as amended. |
| 4.2 | Indenture, dated January 28, 1999, by and among Integrated Electrical Services, Inc. and the subsidiaries named therein and State Street Bank and Trust Company covering up to \$150,000,000 9 3/8% Senior Subordinated Notes due 2009. (Incorporated herein by reference to Exhibit 4.2 to Post-Effective Amendment No. 3 to the Registration Statement on Form S-4 (File No. 333-50031) of the Company). |
| 4.3* | Indenture, dated as of May 29, 2001 by and among Integrated Electrical Services, Inc., the subsidiaries name therein and State Street Bank and Trust Company. |
| 4.4 | Form of Integrated Electrical Services, Inc. 9 3/8% Senior Subordinated Note due 2009 (Series A) (Included in Exhibit A to Exhibit 4.2 to Post-Effective Amendment No. 3 to the Registration Statement on Form S-4 (File No. 333-50031) of the Company). |
| 4.5 | Form of Integrated Electrical Services, Inc. 9 3/8% Senior Subordinated Note due 2009 (Series B) (Included in Exhibit A to Exhibit 4.2 to Post-Effective Amendment No. 3 to the Registration Statement on Form S-4 (File No. 333-50031) of the Company). |
| 4.6* | Form of Integrated Electrical Services, Inc. 9[]% Senior Subordinated Note due 2009 (Series C) (Included in Exhibit A to the Indenture, dated as of May 29, 2001, filed herewith as Exhibit 4.3) |
| 4.7* | Exchange and Registration Rights Agreement dated as of May 29, 2001 by and between Integrated Electrical Services, Inc. and the initial purchasers named therein. |
| 5.1* | Opinion of Vinson & Elkins L.L.P. regarding the validity of the securities being registered. |
| 10.1+ | Form of Employment Agreement (Incorporated herein by reference to Exhibit 10.1 to the Registration Statement on Form S-1 (File No. 333-38715) of the Company). |
| 10.2 | Form of Officer and Director Indemnification Agreement (Incorporated herein by reference to Exhibit 10.2 to the Registration Statement on Form S-1 (File No. 333-38715) of the Company). |
| 10.3+ | Integrated Electrical Services, Inc. 1997 Stock Plan, as amended. (Incorporated herein by reference to Exhibit 10.1 of the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 1999). |
| 10.4+ | Integrated Electrical Services, Inc. 1997 Directors Stock Plan (Incorporated herein by reference to Exhibit 16.4 of the Company's Annual Report on Form 10-K for the year ended September 30, 2000). |
| 10.5 | Credit Agreement dated July 30, 1998, among the Company, the Financial Institutions named therein and NationsBank of Texas, N.A., including Guaranty, Pledge Agreement, Security Agreement, form of promissory note, and form of swing line note. (Incorporated herein by reference to Exhibit 10.5 to Post-Effective Amendment No. 1 to the Registration Statement on Form S-1 (File No. 333-50031) of the Company). |
| 10.6 | Amendment No. 1 dated September 30, 1998, to the Credit Agreement dated July 30, 1998, among the Company, the Financial Institutions named therein and NationsBank of Texas, N.A. (Incorporated herein by reference to Exhibit 10.6 to the Company's Annual Report on Form 10-K/A for the year ended September 30, 1998). |
| 10.7 | Amendment No. 2 dated January 18, 1999, to the Credit Agreement dated July 30, 1998, among the Company, the Financial Institutions named therein and NationsBank of Texas, N.A. (Incorporated herein by reference to Exhibit 10.7 to Post-Effective Amendment No. 2 to the Registration Statement on Form S-1 (Reg. No. 333-50031) of the Company). |
| 10.8 | Amendment No. 3 dated August 19, 1999, to the Credit Agreement dated July 30, 1998, among the Company, the Financial Institutions named therein and NationsBank of Texas, N.A. (Incorporated herein by reference to Exhibit 10.9 of the Company's Annual Report on Form 10-K for the year ended September 30, 2000). |
| 10.9 | Amendment No. 4 dated March 31, 2000, to the Credit Agreement dated July 30, 1998, among the Company, the Financial Institutions named therein and NationsBank of Texas, N.A. (Incorporated herein by reference to Exhibit 10.1 of the Company's Quarterly Report on Form 10-Q for the quarter ended March 31, 2000). |
| 10.10+ | Employment Agreement between the Company and H. David Ramm dated March 20, 2000 (Incorporated herein by reference to Exhibit 10.2 of the Company's Quarterly Report on Form 10-Q for the quarter ended March 31, 2000). |

- 10.11+ Integrated Electrical Services, Inc. 1999 Incentive Compensation Plan (Incorporation herein by reference to Exhibit 10.11 of the Company's Annual Report on Form 10-K for the year ended September 30, 2000).
- 10.12* Credit Agreement dated as of May 22, 2001 among Integrated Electrical Services, Inc., as borrower, the financial institutions named therein, as banks, Credit Lyonnais and the Bank of Nova Scotia, as syndication agents, Toronto Dominion (Texas), Inc., as documentation agent and The Chase Manhattan Bank, as administrative agent.
- 12* Ratio of Earnings to Fixed Charges.
- 21.1 List of Subsidiaries (Incorporated herein by reference to Exhibit 21.1 of the Company's Annual Report on Form 10-K for the year ended September 30, 2000).
- 23.1* Consent of Arthur Andersen LLP
- 23.7* Consent of Vinson & Elkins L.L.P.
- 24.1* Power of Attorney.
- 25.1* Statement of Eligibility on Form T-1 of State Street Bank and Trust Company.
- 99.1* Form of Letter of Transmittal.
- 99.2* Form of Letter to Clients.
- 99.3* Form of Letter to Registered Holders and DTC Participants.
- 99.4* Form of Notice of Guaranteed Delivery.

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* Previously filed.

+ Management contract or compensatory plan or arrangement.

(b) Financial Statement Schedules. Incorporated herein by reference to Item 8 of our annual report on Form 10-K for the year ended September 30, 2000, as amended.

ITEM 22. UNDERTAKINGS

Insofar as indemnification for liabilities arising under the Securities Act of 1933 may be permitted to directors, officers and controlling persons of the registrant pursuant to the foregoing provisions, or otherwise, the registrant has been advised that in the opinion of the Securities and Exchange Commission such indemnification is against public policy as expressed in the Act, and is, therefore, unenforceable. In the event that a claim for indemnification against such liabilities (other than the payment by the registrant of expenses incurred or paid by a director, officer or controlling person of the registrant in the successful defense of any action, suit or proceeding) is asserted by such director, officer or controlling person in connection with the securities being registered, the registrant will, unless in the opinion of its counsel the matter has been settled by controlling precedent, submit to a court of appropriate jurisdiction the question whether such indemnification by it is against public policy as expressed in the Act and will be governed by the final adjudication of such issue.

Each registrant hereby undertakes:

(1) To file, during any period in which offers or sales are being made, a post-effective amendment to this registration statement:

(a) To include any prospectus required by section 10(a)(3) of the Securities Act of 1933;

(b) To reflect in the prospectus any facts or events arising after the effective date of the registration statement (or the most recent post-effective amendment thereof) which, individually or in the aggregate, represent a fundamental change in the information set forth in the registration statement. Notwithstanding the foregoing, any increase or decrease in volume of securities offered (if the total dollar value of securities offered would not exceed that which was registered) and any deviation from the low or high end of the estimated

maximum offering range may be reflected in the form of prospectus filed with the Commission pursuant to Rule 424(b) if, in the aggregate, the changes in volume and price represent no more than 20% change in the maximum aggregate offering price set forth in the "Calculation of Registration Fee" table in the effective registration statement;

(c) To include any material information with respect to the plan of distribution not previously disclosed in the registration statement or any material change to such information in the registration statement; and

(2) That, for the purpose of determining any liability under the Securities Act of 1933, each such post-effective amendment shall be deemed to be a new registration statement relating to the securities offered therein, and the offering of such securities at that time shall be deemed to be the initial bona fide offering thereof.

(3) To remove from registration by means of a post-effective amendment any of the securities being registered which remain unsold at the termination of the offering.

(4) That, for purposes of determining any liability under the Securities Act of 1933, each filing of the registrant's annual report pursuant to section 13(a) or section 15(d) of the Securities Exchange Act of 1934 (and, where applicable, each filing of an employee benefit plan's annual report pursuant to section 15(d) of the Securities Exchange Act of 1934) that is incorporated by reference in the registration statement shall be deemed to be a new registration statement relating to the securities offered therein, and the offering of such securities at that time shall be deemed to be the initial bona fide offering thereof.

(5) To respond to requests for information that is incorporated by reference into the prospectus pursuant to Items 4, 10(b), 11, or 13 of this Form, within one business day of receipt of such request, and to send the incorporated documents by first class mail or other equally prompt means. This includes information contained in documents filed subsequent to the effective date of the registration statement through the date of responding to the request.

(6) To supply by means of a post-effective amendment all information concerning a transaction, and the company being acquired involved therein, that was not the subject of and included in this Registration Statement when it became effective.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the company has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on the 23rd day of July, 2001.

INTEGRATED ELECTRICAL SERVICES, INC.

By: /s/ WILLIAM W. REYNOLDS

 William W. Reynolds
 Executive Vice President and Chief
 Financial Officer

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following person in the capacities and on the date indicated.

| Signature ----- | Capacity ----- | Date ---- |
|--------------------------------------|---|---------------|
| * ----- H. David Ramm | President, Chief Executive Officer and Director (Principal Executive Officer) | July 23, 2001 |
| * ----- William W. Reynolds | Executive Vice President and Chief Financial Officer (Principal Financial Officer) | July 23, 2001 |
| * ----- Neil J. DePascal, Jr. | Vice President, Treasurer and Chief Accounting Officer (Principal Accounting Officer) | July 23, 2001 |
| * ----- C. Byron Snyder | Chairman of the Board of Directors | July 23, 2001 |
| * ----- Herbert R. Allen | Director | July 23, 2001 |
| * ----- Richard L. China | Director | July 23, 2001 |
| * ----- John A. Cosentino, Jr. | Director | July 23, 2001 |
| * ----- Donald Paul Hodel | Director | July 23, 2001 |
| * ----- Robert C. Kelly | Director | July 23, 2001 |
| * ----- Ben L. Mueller | Director | July 23, 2001 |

| Signature ----- | Capacity ----- | Date ----- |
|---------------------------------|-------------------|---------------|
| * ----- Richard Muth | Director | July 23, 2001 |
| ----- Alan R. Sielbeck | Director | |
| * ----- Richard L. Tucker | Director | July 23, 2001 |
| * ----- Bob Weik | Director | July 23, 2001 |
| * ----- Jim P. Wise | Director | July 23, 2001 |
| * ----- James D. Woods | Director | July 23, 2001 |

* /s/ WILLIAM W. REYNOLDS

William W. Reynolds
Attorney-In-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the company has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on the 23rd day of July, 2001.

DKD ELECTRIC COMPANY, INC.
 NBH HOLDING CO., INC. (F/K/A DKD ACQUISITION CORPORATION)
 POLLOCK SUMMIT HOLDINGS, INC.
 TESLA POWER (NEVADA), INC.

BY: /s/ ADRIANNE HORNE

 ADRIANNE HORNE
 CHIEF EXECUTIVE OFFICER AND DIRECTOR

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following person in the capacities and on the date indicated.

| SIGNATURE ----- | CAPACITY ----- | DATE ---- |
|---|--|---------------|
| /s/ ADRIANNE HORNE ----- Adrienne Horne | Chief Executive Officer and Director (Principal Executive, Financial and Accounting Officer) | July 23, 2001 |

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the company has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on the 23rd day of July, 2001.

BRITT RICE ELECTRIC, INC.
BRYANT ELECTRIC COMPANY, INC.
BW CONSOLIDATED, INC.
BW/BEC, INC.
CROSS STATE ELECTRIC, INC.
CYPRESS ELECTRICAL CONTRACTORS, INC.
DAVIS ELECTRICAL CONSTRUCTORS, INC.
ELECTRO-TECH, INC.
ERNEST P. BREAUX ELECTRICAL, INC.
H.R. ALLEN, INC.
HOUSTON-STAFFORD ELECTRIC, INC.
HOWARD BROTHERS ELECTRIC CO., INC.
I.C.G. ELECTRIC, INC.
INNOVATIVE ELECTRIC COMPANY, INC.
(F/K/A THURMAN & O'CONNELL CORP.)
J.W. GRAY ELECTRIC COMPANY, INC.
KEY ELECTRICAL SUPPLY, INC.
MITCHELL ELECTRIC COMPANY, INC.
PAN AMERICAN ELECTRIC COMPANY, INC.,
NEW MEXICO
PAN AMERICAN ELECTRIC, INC.
PAULIN ELECTRIC COMPANY, INC.
RKT ELECTRIC, INC.
ROCKWELL ELECTRIC, INC.
SPECTROL, INC.
SPOOR ELECTRIC, INC.
(D/B/A SEI ELECTRICAL CONTRACTOR)
T&H ELECTRICAL CORPORATION
TECH ELECTRIC CO., INC.
WRIGHT ELECTRICAL CONTRACTING, INC.

BY: /s/ WILLIAM W. REYNOLDS

WILLIAM W. REYNOLDS
CHIEF FINANCIAL OFFICER

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following person in the capacities and on the date indicated.

| SIGNATURE ----- | CAPACITY ----- | DATE ----- |
|-------------------------------------|--|---------------|
| * ----- H. David Ramm | Chief Executive Officer (Principal Executive Officer) | July 23, 2001 |
| * ----- William W. Reynolds | Chief Financial Officer (Principal Financial Officer) | July 23, 2001 |
| * ----- Neil J. DePascal, Jr. | Chief Accounting Officer (Principal Accounting Officer) | July 23, 2001 |
| * ----- Ben L. Mueller | Director | July 23, 2001 |

* /s/ WILLIAM W. REYNOLDS

William W. Reynolds
Attorney-In-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the company has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on the 23rd day of July, 2001.

1ST GROUP TELECOMMUNICATIONS, INC.
 (F/K/A BRYANT ACQUISITION CORPORATION)
 ACE ELECTRIC, INC.
 ALADDIN WARD ELECTRIC & AIR, INC.
 AMBER ELECTRIC, INC.
 ANDERSON & WOOD CONSTRUCTION CO., INC.
 BACHOFNER ELECTRIC, INC.
 BRINK ELECTRIC CONSTRUCTION CO.
 CARROLL SYSTEMS, INC.
 (F/K/A PAN AMERICAN ACQUISITION CORPORATION)
 CHARLES P. BAGBY CO., INC.
 COLLIER ELECTRIC COMPANY, INC.
 DANIEL ELECTRICAL CONTRACTORS, INC.
 DANIEL ELECTRICAL OF TREASURE COAST, INC.
 FEDERAL COMMUNICATIONS GROUP, INC.
 FLORIDA INDUSTRIAL ELECTRIC, INC.
 GENERAL PARTNER, INC.
 GOSS ELECTRIC COMPANY, INC.
 HOLLAND ELECTRICAL SYSTEMS, INC.
 INTELLIGENT BUILDING SOLUTIONS, INC.
 KAYTON ELECTRIC, INC.
 LINEMEN, INC. (D/B/A CALIFORNIA COMMUNICATIONS)
 MARK HENDERSON, INCORPORATED
 MENNINGA ELECTRIC, INC.
 MIDLANDS ELECTRICAL CONTRACTORS, INC.
 MURRAY ELECTRICAL CONTRACTORS, INC.
 MUTH ELECTRIC, INC.
 NEW TECHNOLOGY ELECTRICAL CONTRACTORS, INC.
 PRIMENET, INC.
 (F/K/A STUTTS ACQUISITION CORPORATION)
 PUTZEL ELECTRICAL CONTRACTORS, INC.
 RODGERS ELECTRIC COMPANY, INC.
 RON'S ELECTRIC, INC.
 WOLFE ELECTRIC CO., INC.

BY: /s/ WILLIAM W. REYNOLDS

 WILLIAM W. REYNOLDS
 CHIEF FINANCIAL OFFICER

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following person in the capacities and on the date indicated.

| SIGNATURE ----- | CAPACITY ----- | DATE ---- |
|-------------------------------------|---|---------------|
| * ----- H. David Ramm | Chief Executive Officer and Director (Principal Executive Officer) | July 23, 2001 |
| * ----- William W. Reynolds | Chief Financial Officer (Principal Financial Officer) | July 23, 2001 |
| * ----- Neil J. DePascal, Jr. | Chief Accounting Officer (Principal Accounting Officer) | July 23, 2001 |

* /s/ WILLIAM W. REYNOLDS

William W. Reynolds
Attorney-In-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the company has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on the 23rd day of July, 2001.

ARC ELECTRIC, INCORPORATED
 BARTLEY & DEVARY ELECTRIC, INC.
 BEAR ACQUISITION CORPORATION
 CANOVA ELECTRICAL CONTRACTING, INC.
 COMMERCIAL ELECTRICAL CONTRACTORS, INC.
 DELCO ELECTRIC, INC.
 EMC ACQUISITION CORPORATION
 HATFIELD REYNOLDS ELECTRIC COMPANY
 (F/K/A HATFIELD ELECTRIC, INC.)
 IES COMMUNICATIONS GROUP, INC.
 (F/K/A IES COMMUNICATIONS INC.)
 IES ELECTRICAL GROUP, INC.
 (F/K/A INTEGRATED COMMUNICATION SERVICES, INC.)
 IES RESIDENTIAL GROUP, INC.
 IES SPECIALTY LIGHTING, INC.
 (F/K/A MODERN ACQUISITION CORPORATION)
 IES VENTURES INC.
 INTEGRATED ELECTRICAL FINANCE, INC.
 MID-STATES ELECTRIC COMPANY, INC.
 MILLS ELECTRICAL CONTRACTORS, INC.
 M-S SYSTEMS, INC.
 NEWCOMB ELECTRIC COMPANY, INC.
 POLLOCK ELECTRIC, INC.
 PRIMO ELECTRIC COMPANY
 (F/K/A HAMER ELECTRIC ACQUISITION, INC.)
 RAINES ELECTRIC CO., INC.
 SUMMIT ELECTRIC OF TEXAS, INCORPORATED
 TESLA POWER G.P., INC.
 THOMAS POPP & COMPANY
 VALENTINE ELECTRICAL, INC.

BY: /s/ WILLIAM W. REYNOLDS

 WILLIAM W. REYNOLDS
 CHIEF FINANCIAL OFFICER

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following person in the capacities and on the date indicated.

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| * ----- H. David Ramm | Chief Executive Officer (Principal Executive Officer) | July 23, 2001 |
| * ----- William W. Reynolds | Chief Financial Officer (Principal Financial Officer) | July 23, 2001 |
| * ----- Neil J. DePascal, Jr. | Chief Accounting Officer (Principal Accounting Officer) | July 23, 2001 |
| * ----- John F. Wombwell | Director | July 23, 2001 |
| * /s/ WILLIAM W. REYNOLDS ----- William W. Reynolds Attorney-In-Fact | | |

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the company has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on the 23rd day of July, 2001.

BRITT RICE MANAGEMENT LLC
HOUSTON-STAFFORD MANAGEMENT LLC
J.W. GRAY MANAGEMENT, LLC

BY: /s/ WILLIAM W. REYNOLDS

WILLIAM W. REYNOLDS
CHIEF FINANCIAL OFFICER

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following person in the capacities and on the date indicated.

| SIGNATURE ----- | CAPACITY ----- | DATE ----- |
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| * ----- H. David Ramm | Chief Executive Officer (Principal Executive Officer) | July 23, 2001 |
| * ----- William W. Reynolds | Chief Financial Officer (Principal Financial Officer) | July 23, 2001 |
| * ----- Neil J. DePascal, Jr. | Chief Accounting Officer (Principal Accounting Officer) | July 23, 2001 |
| * ----- Ben L. Mueller | Manager | July 23, 2001 |
| * /s/ WILLIAM W. REYNOLDS | | |
| ----- | | |
| William W. Reynolds | | |
| Attorney-In-Fact | | |

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the company has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on the 23rd day of July, 2001.

CARROLL MANAGEMENT LLC

BY: /s/ WILLIAM W. REYNOLDS

WILLIAM W. REYNOLDS
CHIEF FINANCIAL OFFICER

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following person in the capacities and on the date indicated.

| SIGNATURE ----- | CAPACITY ----- | DATE ---- |
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| * ----- H. David Ramm | Chief Executive Officer and Manager (Principal Executive Officer) | July 23, 2001 |
| * ----- William W. Reynolds | Chief Financial Officer (Principal Financial Officer) | July 23, 2001 |
| * ----- Neil J. DePascal, Jr. | Chief Accounting Officer (Principal Accounting Officer) | July 23, 2001 |
| * /s/ WILLIAM W. REYNOLDS | | |
| ----- | | |
| William W. Reynolds | | |
| Attorney-In-Fact | | |

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the company has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on the 23rd day of July, 2001.

IES CONTRACTORS MANAGEMENT LLC
 MILLS MANAGEMENT LLC
 NEAL ELECTRIC MANAGEMENT LLC
 (F/K/A ICS MANAGEMENT LLC)
 RAINES MANAGEMENT LLC

BY: /s/ WILLIAM W. REYNOLDS

 WILLIAM W. REYNOLDS
 CHIEF FINANCIAL OFFICER

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following person in the capacities and on the date indicated.

| SIGNATURE ----- | CAPACITY ----- | DATE ---- |
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| * ----- H. David Ramm | Chief Executive Officer (Principal Executive Officer) | July 23, 2001 |
| * ----- William W. Reynolds | Chief Financial Officer (Principal Financial Officer) | July 23, 2001 |
| * ----- Neil J. DePascal, Jr. | Chief Accounting Officer (Principal Accounting Officer) | July 23, 2001 |
| * ----- John F. Wombwell | Manager | July 23, 2001 |

* /s/ WILLIAM W. REYNOLDS

 William W. Reynolds
 Attorney-In-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the company has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on the 23rd day of July, 2001.

BRITT RICE HOLDINGS LLC
 BW/BEC, L.L.C.
 CARROLL HOLDINGS LLC
 HOUSTON STAFFORD HOLDINGS, LLC
 ICS HOLDINGS LLC
 IES CONTRACTORS HOLDINGS LLC
 IES HOLDINGS, LLC
 J.W. GRAY HOLDINGS, LLC
 MILLS ELECTRICAL HOLDINGS, LLC
 RAINES HOLDINGS LLC

BY: /s/ ADRIANNE HORNE

 ADRIANNE HORNE
 CHIEF EXECUTIVE OFFICER AND MANAGER

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following person in the capacities and on the date indicated.

| SIGNATURE ----- | CAPACITY ----- | DATE ---- |
|--|---|---------------|
| /s/ ADRIANNE HORNE ----- Adianne Horne | Chief Executive Officer and Manager (Principal Executive, Financial and Accounting Officer) | July 23, 2001 |

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the company has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on the 23rd day of July, 2001.

B. RICE ELECTRIC LP

BY: BRITT RICE MANAGEMENT LLC,
ITS GENERAL PARTNER

BY: /s/ WILLIAM W. REYNOLDS

WILLIAM W. REYNOLDS
CHIEF FINANCIAL OFFICER

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| SIGNATURE ----- | CAPACITY ----- | DATE ---- |
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| * ----- H. David Ramm | Chief Executive Officer (Principal Executive Officer) | July 23, 2001 |
| * ----- William W. Reynolds | Chief Financial Officer (Principal Financial Officer) | July 23, 2001 |
| * ----- Neil J. DePascal, Jr. | Chief Accounting Officer (Principal Accounting Officer) | July 23, 2001 |
| * ----- Ben L. Mueller | Manager | July 23, 2001 |

* /s/ WILLIAM W. REYNOLDS

William W. Reynolds
Attorney-In-Fact

SIGNATURES

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BEXAR ELECTRIC COMPANY LTD.

BY: BW/BEC, INC.,
ITS GENERAL PARTNER

BY: /s/ WILLIAM W. REYNOLDS

WILLIAM W. REYNOLDS
CHIEF FINANCIAL OFFICER

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following person in the capacities and on the date indicated.

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| * ----- H. David Ramm | Chief Executive Officer (Principal Executive Officer) | July 23, 2001 |
| * ----- William W. Reynolds | Chief Financial Officer (Principal Financial Officer) | July 23, 2001 |
| * ----- Neil J. DePascal, Jr. | Chief Accounting Officer (Principal Accounting Officer) | July 23, 2001 |
| * ----- Ben L. Mueller | Director | July 23, 2001 |

* /s/ WILLIAM W. REYNOLDS

William W. Reynolds
Attorney-In-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the company has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on the 23rd day of July, 2001.

CARROLL SYSTEMS LP

BY: CARROLL MANAGEMENT LLC,
ITS GENERAL PARTNER

BY: /s/ WILLIAM W. REYNOLDS

WILLIAM W. REYNOLDS
CHIEF FINANCIAL OFFICER

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following person in the capacities and on the date indicated.

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| * ----- Neil J. DePascal, Jr. | Chief Accounting Officer (Principal Accounting Officer) | July 23, 2001 |
| * /s/ WILLIAM W. REYNOLDS | | |
| ----- William W. Reynolds Attorney-In-Fact | | |

SIGNATURES

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HAYMAKER ELECTRIC, LTD

BY: GENERAL PARTNER, INC.,
ITS GENERAL PARTNER

BY: /s/ WILLIAM W. REYNOLDS

WILLIAM W. REYNOLDS
CHIEF FINANCIAL OFFICER

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following person in the capacities and on the date indicated.

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| * ----- H. David Ramm | Chief Executive Officer and Director (Principal Executive Officer) | July 23, 2001 |
| * ----- William W. Reynolds | Chief Financial Officer (Principal Financial Officer) | July 23, 2001 |
| * ----- Neil J. DePascal, Jr. | Chief Accounting Officer (Principal Accounting Officer) | July 23, 2001 |

* /s/ WILLIAM W. REYNOLDS

William W. Reynolds
Attorney-In-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the company has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on the 23rd day of July, 2001.

HOUSTON-STAFFORD ELECTRICAL CONTRACTORS LP

BY: HOUSTON-STAFFORD MANAGEMENT LLC,
ITS GENERAL PARTNER

BY: /s/ WILLIAM W. REYNOLDS

WILLIAM W. REYNOLDS
CHIEF EXECUTIVE OFFICER

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| * ----- Neil J. DePascal, Jr. | Chief Accounting Officer (Principal Accounting Officer) | July 23, 2001 |
| * ----- Ben L. Mueller | Manager | July 23, 2001 |

* /s/ WILLIAM W. REYNOLDS

William W. Reynolds
Attorney-In-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the company has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on the 23rd day of July, 2001.

ICS INTEGRATED COMMUNICATIONS SERVICES LP

BY: NEAL ELECTRIC MANAGEMENT LLC,
ITS GENERAL PARTNER

BY: /s/ WILLIAM W. REYNOLDS

WILLIAM W. REYNOLDS
CHIEF FINANCIAL OFFICER

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| * ----- Neil J. DePascal, Jr. | Chief Accounting Officer (Principal Accounting Officer) | July 23, 2001 |
| * ----- John F. Wombwell | Manager | July 23, 2001 |

* /s/ WILLIAM W. REYNOLDS

William W. Reynolds
Attorney-In-Fact

SIGNATURES

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IES CONTRACTORS LP

BY: IES CONTRACTORS MANAGEMENT LLC,
ITS GENERAL PARTNER

BY: /s/ WILLIAM W. REYNOLDS

WILLIAM W. REYNOLDS
CHIEF FINANCIAL OFFICER

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| * ----- Neil J. DePascal, Jr. | Chief Accounting Officer (Principal Accounting Officer) | July 23, 2001 |
| * ----- John F. Wombwell | Manager | July 23, 2001 |

* /s/ WILLIAM W. REYNOLDS

William W. Reynolds
Attorney-In-Fact

SIGNATURES

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IES MANAGEMENT LP

BY: INTEGRATED ELECTRICAL FINANCE, INC.,
ITS GENERAL PARTNER

BY: /s/ WILLIAM W. REYNOLDS

WILLIAM W. REYNOLDS
CHIEF FINANCIAL OFFICER

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| * ----- Neil J. DePascal, Jr. | Chief Accounting Officer (Principal Accounting Officer) | July 23, 2001 |
| * ----- John F. Wombwell | Manager | July 23, 2001 |

* /s/ WILLIAM W. REYNOLDS

William W. Reynolds
Attorney-In-Fact

SIGNATURES

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J.W. GRAY ELECTRICAL CONTRACTORS LP

BY: J.W. GRAY MANAGEMENT, LLC,
ITS GENERAL PARTNER

BY: /s/ WILLIAM W. REYNOLDS

WILLIAM W. REYNOLDS
CHIEF FINANCIAL OFFICER

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| * ----- Neil J. DePascal, Jr. | Chief Accounting Officer (Principal Accounting Officer) | July 23, 2001 |
| * ----- John F. Wombwell | Manager | July 23, 2001 |

* /s/ WILLIAM W. REYNOLDS

William W. Reynolds
Attorney-In-Fact

SIGNATURES

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MILLS ELECTRIC LP

BY: MILLS MANAGEMENT LLC,
ITS GENERAL PARTNER

BY: /s/ WILLIAM W. REYNOLDS

WILLIAM W. REYNOLDS
CHIEF FINANCIAL OFFICER

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following person in the capacities and on the date indicated.

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| * ----- William W. Reynolds | Chief Financial Officer (Principal Financial Officer) | July 23, 2001 |
| * ----- Neil J. DePascal, Jr. | Chief Accounting Officer (Principal Accounting Officer) | July 23, 2001 |
| * ----- John F. Wombwell | Manager | July 23, 2001 |

* /s/ WILLIAM W. REYNOLDS

William W. Reynolds
Attorney-In-Fact

SIGNATURES

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NEAL ELECTRIC LP

BY: BW/BEC, INC.,
ITS GENERAL PARTNER

BY: /s/ WILLIAM W. REYNOLDS

WILLIAM W. REYNOLDS
CHIEF FINANCIAL OFFICER

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| * ----- Neil J. DePascal, Jr. | Chief Accounting Officer (Principal Accounting Officer) | July 23, 2001 |
| * ----- Ben L. Mueller | Director | July 23, 2001 |

* /s/ WILLIAM W. REYNOLDS

William W. Reynolds
Attorney-In-Fact

SIGNATURES

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POLLOCK SUMMIT ELECTRIC LP

BY: POLLOCK ELECTRIC, INC.,
ITS GENERAL PARTNER

BY: /s/ WILLIAM W. REYNOLDS

WILLIAM W. REYNOLDS
CHIEF FINANCIAL OFFICER

BY: SUMMIT ELECTRIC OF TEXAS, INCORPORATED,
ITS GENERAL PARTNER

BY: /s/ WILLIAM W. REYNOLDS

WILLIAM W. REYNOLDS
CHIEF FINANCIAL OFFICER

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| * ----- H. David Ramm | Chief Executive Officer (Principal Executive Officer) | July 23, 2001 |
| * ----- William W. Reynolds | Chief Financial Officer (Principal Financial Officer) | July 23, 2001 |
| * ----- Neil J. DePascal, Jr. | Chief Accounting Officer (Principal Accounting Officer) | July 23, 2001 |
| * ----- John F. Wombwell | Manager | July 23, 2001 |

* /s/ WILLIAM W. REYNOLDS

William W. Reynolds
Attorney-In-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the company has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on the 23rd day of July, 2001.

RAINES ELECTRIC LP

BY: RAINES MANAGEMENT LLC,
ITS GENERAL PARTNER

BY: /s/ WILLIAM W. REYNOLDS

WILLIAM W. REYNOLDS
CHIEF FINANCIAL OFFICER

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following person in the capacities and on the date indicated.

| SIGNATURE ----- | CAPACITY ----- | DATE ---- |
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| * ----- H. David Ramm | Chief Executive Officer (Principal Executive Officer) | July 23, 2001 |
| * ----- William W. Reynolds | Chief Financial Officer (Principal Financial Officer) | July 23, 2001 |
| * ----- Neil J. DePascal, Jr. | Chief Accounting Officer (Principal Accounting Officer) | July 23, 2001 |
| * ----- John F. Wombwell | Manager | July 23, 2001 |

* /s/ WILLIAM W. REYNOLDS

William W. Reynolds
Attorney-In-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the company has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on the 23rd day of July, 2001.

TESLA POWER AND AUTOMATION, LP
TESLA POWER PROPERTIES, LP

BY: TESLA POWER, GP INC.,
THE GENERAL PARTNER OF EACH RESPECTIVE ENTITY

BY: /s/ WILLIAM W. REYNOLDS

WILLIAM W. REYNOLDS
CHIEF FINANCIAL OFFICER

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following person in the capacities and on the date indicated.

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| * ----- H. David Ramm | Chief Executive Officer (Principal Executive Officer) | July 23, 2001 |
| * ----- William W. Reynolds | Chief Financial Officer (Principal Financial Officer) | July 23, 2001 |
| * ----- Neil J. DePascal, Jr. | Chief Accounting Officer (Principal Accounting Officer) | July 23, 2001 |
| * ----- John F. Wombwell | Director | July 23, 2001 |

* /s/ WILLIAM W. REYNOLDS

William W. Reynolds
Attorney-In-Fact

INDEX TO EXHIBITS

| Exhibit No. ----- | Description ----- |
|-------------------------|---|
| 3.1 | Amended and Restated Certificate of Incorporation as amended. (Incorporated herein by reference to Exhibit 3.1 to the Registration Statement on Form S-1 (File No. 333-38715) of the Company). |
| 3.2* | Bylaws, as amended. |
| 4.2 | Indenture, dated January 28, 1999, by and among Integrated Electrical Services, Inc. and the subsidiaries named therein and State Street Bank and Trust Company covering up to \$150,000,000 9 3/8% Senior Subordinated Notes due 2009. (Incorporated herein by reference to Exhibit 4.2 to Post-Effective Amendment No. 3 to the Registration Statement on Form S-4 (File No. 333-50031) of the Company). |
| 4.3* | Indenture, dated as of May 29, 2001 by and among Integrated Electrical Services, Inc., the subsidiaries named therein and State Street Bank and Trust Company. |
| 4.4 | Form of Integrated Electrical Services, Inc. 9 3/8% Senior Subordinated Note due 2009 (Series A) (Included in Exhibit A to Exhibit 4.2 to Post-Effective Amendment No. 3 to the Registration Statement on Form S-4 (File No. 333-50031) of the Company). |
| 4.5 | Form of Integrated Electrical Services, Inc. 9 3/8% Senior Subordinated Note due 2009 (Series B) (Included in Exhibit A to Exhibit 4.2 to Post-Effective Amendment No. 3 to the Registration Statement on Form S-4 (File No. 333-50031) of the Company). |
| 4.6* | Form of Integrated Electrical Services, Inc. 9[]% Senior Subordinated Note due 2009 (Series C) (Included in Exhibit A to the Indenture, dated as of May 29, 2001, filed herewith as Exhibit 4.3) |
| 4.7* | Exchange and Registration Rights Agreement dated as of May 29, 2001 by and between Integrated Electrical Services, Inc. and the initial purchasers named therein. |
| 5.1* | Opinion of Vinson & Elkins L.L.P. regarding the validity of the securities being registered. |
| 10.1+ | Form of Employment Agreement (Incorporated herein by reference to Exhibit 10.1 to the Registration Statement on Form S-1 (File No. 333-38715) of the Company). |
| 10.2 | Form of Officer and Director Indemnification Agreement (Incorporated herein by reference to Exhibit 10.2 to the Registration Statement on Form S-1 (File No. 333-38715) of the Company). |
| 10.3+ | Integrated Electrical Services, Inc. 1997 Stock Plan, as amended. (Incorporated herein by reference to Exhibit 10.1 of the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 1999). |
| 10.4+ | Integrated Electrical Services, Inc. 1997 Directors Stock Plan (Incorporated herein by reference to Exhibit 16.4 of the Company's Annual Report on Form 10-K for the year ended September 30, 2000). |
| 10.5 | Credit Agreement dated July 30, 1998, among the Company, the Financial Institutions named therein and NationsBank of Texas, N.A., including Guaranty, Pledge Agreement, Security Agreement, form of promissory note, and form of swing line note. (Incorporated herein by reference to Exhibit 10.5 to Post-Effective Amendment No. 1 to the Registration Statement on Form S-1 (File No. 333-50031) of the Company). |
| 10.6 | Amendment No. 1 dated September 30, 1998, to the Credit Agreement dated July 30, 1998, among the Company, the Financial Institutions named therein and NationsBank of Texas, N.A. (Incorporated herein by reference to Exhibit 10.6 to the Company's Annual Report on Form 10-K/A for the year ended September 30, 1998). |
| 10.7 | Amendment No. 2 dated January 18, 1999, to the Credit Agreement dated July 30, 1998, among the Company, the Financial Institutions named therein and NationsBank of Texas, N.A. (Incorporated herein by reference to Exhibit 10.7 to Post-Effective Amendment No. 2 to the Registration Statement on Form S-1 (Reg. No. 333-50031) of the Company). |
| 10.8 | Amendment No. 3 dated August 19, 1999, to the Credit Agreement dated July 30, 1998, among the Company, the Financial Institutions named therein and NationsBank of Texas, N.A. (Incorporated herein by reference to Exhibit 10.9 of the Company's Annual Report on Form 10-K for the year ended September 30, 2000). |
| 10.9 | Amendment No. 4 dated March 31, 2000, to the Credit Agreement dated July 30, 1998, among the Company, the Financial Institutions named therein and NationsBank of Texas, N.A. (Incorporated herein by reference to Exhibit 10.1 of the Company's Quarterly Report on Form 10-Q for the quarter ended March 31, 2000). |
| 10.10+ | Employment Agreement between the Company and H. David Ramm |

dated March 20, 2000 (Incorporated herein by reference to Exhibit 10.2 of the Company's Quarterly Report on Form 10-Q for the quarter ended March 31, 2000).

- 10.11+ Integrated Electrical Services, Inc. 1999 Incentive Compensation Plan (Incorporation herein by reference to Exhibit 10.11 of the Company's Annual Report on Form 10-K for the year ended September 30, 2000).
- 10.12* Credit Agreement dated as of May 22, 2001 among Integrated Electrical Services, Inc., as borrower, the financial institutions named therein, as banks, Credit Lyonnais and the Bank of Nova Scotia, as syndication agents, Toronto Dominion (Texas), Inc., as documentation agent and The Chase Manhattan Bank, as administrative agent.
- 12* Ratio of Earnings to Fixed Charges.
- 21.1 List of Subsidiaries (Incorporated herein by reference to Exhibit 21.1 of the Company's Annual Report on Form 10-K for the year ended September 30, 2000).
- 23.1* Consent of Arthur Andersen LLP
- 23.7* Consent of Vinson & Elkins L.L.P.
- 24.1* Power of Attorney.
- 25.1* Statement of Eligibility on Form T-1 of State Street Bank and Trust Company.
- 99.1* Form of Letter of Transmittal.
- 99.2* Form of Letter to Clients.
- 99.3* Form of Letter to Registered Holders and DTC Participants.
- 99.4* Form of Notice of Guaranteed Delivery.

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* Previously filed.

+ Management contract or compensatory plan or arrangement.

(b) Financial Statement Schedules. Incorporated herein by reference to Item 8 of our annual report on Form 10-K for the year ended September 30, 2000, as amended.