

CODE OF ETHICS FOR SENIOR FINANCIAL OFFICERS

August 1, 2009

The President, Chief Executive Officer, Chief Financial Officer, Chief Accounting Officer and Controller of Infrastrux Group, Inc. (“Company”) hold important and elevated roles in corporate governance in that they are uniquely capable and empowered to ensure that all stakeholders' interests are appropriately balanced, protected, and preserved. This Code of Ethics for Senior Financial Officers (“Code of Ethics”) provides specific principles these officers are expected to follow and promote.

Principles Governing Professional and Ethical Conduct

It is the policy of the Company that its Senior Financial Officers will adhere to, advocate for, and promote the following principles governing professional and ethical conduct:

- Honesty and integrity, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- Compliance with laws of federal, state and local governments applicable to the Company, and the rules and regulations of other regulatory agencies having jurisdiction over the Company;
- The prompt internal reporting of violations of the Company’s Corporate Ethics and Compliance Code (“Code”) to an appropriate person or persons identified in the Code; and
- Accountability for adherence to the Code.

This Code of Ethics supplements the Company’s Corporate Ethics and Compliance Code. The Senior Financial Officers are expected to abide by the Code of Ethics.

Reporting of Violations

Any employee of the Company who becomes aware of any suspected or known violations of this Code of Ethics or who has concerns regarding questionable accounting or auditing matters involving the Company or a Senior Financial Officer should report such suspected violations promptly to the Corporate Ethics and Compliance Manager at Tenaska Capital Management or the Company’s toll-free help line. To assist in the response to or investigation of the alleged violation, the report should contain as much specific information as possible to allow for proper assessment of the nature, extent, and urgency of the alleged violation. Callers to the toll-free help line have the option of remaining anonymous. Matters involving allegations of wrongdoing relating to accounting and auditing issues will be reported to the Corporate Ethics and Compliance Manager at Tenaska Capital Management, with notice to the Infrastrux Compliance Officer. An investigation will then be conducted under the direction of the Corporate Ethics and Compliance Manager at Tenaska Capital Management.

Treatment and Consequences of Violations

The Corporate Ethics and Compliance Manager at Tenaska Capital Management shall have the power to monitor, investigate, make determinations, and recommend action to the Infrastrux Board of Directors with respect to violations of this Code of Ethics. Such actions shall be reasonably designed to deter wrongdoing and to promote accountability for adherence to the Code of Ethics, and may result in disciplinary action up to and including termination of employment.

Waivers of the Code

The Tenaska Capital Management Managing Directors or the Infrastrux Board of Directors are authorized to provide waivers to this Code of Ethics in appropriate circumstances with advice, if requested, from the Corporate Ethics and Compliance Committee. Any waiver (including an implicit waiver) of this Code of Ethics that constitutes a material departure from the provisions of the Code of Ethics, as well as any amendments to the Code of Ethics (other than technical administrative or other non-substantive amendments), shall be disclosed on a timely basis.

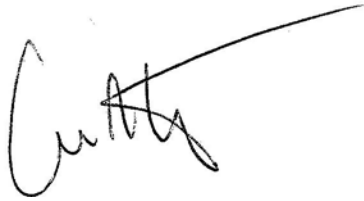
The undersigned have read the foregoing and certify compliance with the terms and conditions of this Code of Ethics.



Michael T. Lennon, President and Chief Executive Officer



Lanny Michael, Chief Financial Officer



Craig Eudy, Chief Accounting Officer



Allan Lee, Controller