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Articles of Amendment
filed 9-28-27

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17-62912-03

Certificate of Amendment
of

Florida Power & Light-
Company

Filed in Office Secretary of State
of the State of Florida, this 28
day of Sept - 19 27

[Signature]

By *[Signature]* Secretary of State

SHELEY G. GASKIN

LAW OFFICES
W. B. CRAWFORD
1001-1005 C. E. T. BUILDING
ORLANDO, FLA.

REC-
SEP 28 1927

September 26, 1927.

Hon. H. Clay Crawford,
Secretary of State,
Tallahassee, Florida.

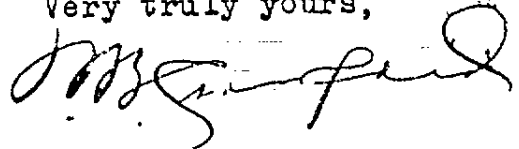
Dear Sir:

I am enclosing herewith by registered mail duplicate originals of certificate of amendment of the agreement of consolidation between Peninsular Power & Light Company and Southern Utilities Company, being the certificate of incorporation of Florida Power & Light Company, which please kindly file in accordance with law.

I am also transmitting herewith ten conformed copies of the above certificate of amendment for certification by you.

Please kindly return the ten copies certified, together with your bill for same.

Very truly yours,



WBC/M
Enc.

1000
22.00
22.00

Gene Lee

CERTIFICATE OF AMENDMENT
OF
AGREEMENT OF CONSOLIDATION
between
Peninsula Power & Light Company and Southern Utilities Company
forming
FLORIDA POWER & LIGHT COMPANY

FLORIDA POWER & LIGHT COMPANY, a corporation organized under and in pursuance of an Act of the Legislature of the State of Florida, United States of America, entitled "An Act relating to Corporations," approved June 1, 1925, DOES HEREBY CERTIFY:

First: That at a meeting of the Board of Directors of said Florida Power & Light Company, duly called and held on the 2nd day of September, 1927, at 3:30 o'clock in the afternoon, a resolution was adopted setting forth a proposed amendment of the Agreement of Consolidation entered into between Peninsula Power & Light Company and Southern Utilities Company, forming Florida Power & Light Company, dated the 16th day of December, 1925, and filed in the office of the Secretary of State of the State of Florida on the 28th day of December, 1925, being the Certificate of Incorporation of the Corporation, so that Section Seven (7) shall be and read as follows:

"7. The number of directors of the consolidated corporation is seven (7)."

That by said resolution the advisability of said amendment was declared, and that at said meeting the Board of Directors duly called a special meeting of stockholders of record of the Corporation entitled to vote for the consideration thereof.

Second: That thereafter, pursuant to the aforesaid call of its Board of Directors, a special meeting of the stockholders of the said Florida Power & Light Company entitled to vote was held upon a waiver of notice signed by all of the stockholders of said Corporation entitled to vote, as permitted by the Act of the Legislature of the State of Florida, United States of America, hereinbefore mentioned, at the office of the Company at 2 Rector Street, New York, N.Y., on the 12th day of September, 1927, at 4:00 o'clock in the afternoon. That at said meeting all of the stockholders of record of the said Corporation entitled to vote were present in person or by proxy. That at said meeting the vote of the stockholders of record entitled to vote was taken for and against the proposed amendment, and that upon the canvassing of said votes it appeared that stockholders

of record of the said Corporation holding stock in said Corporation entitling them to exercise at least a majority of the voting power; -to wit; all of the stockholders of record of said Corporation entitled to vote - had voted in favor of the amendment.

IN WITNESS WHEREOF, Florida Power & Light Company has made this certificate under its corporate seal and the hands of its Vice-President and Assistant Secretary this 13th day of September, 1927.

FLORIDA POWER & LIGHT COMPANY

By L. H. Parkhurst
Vice-President.

Attest:

H. L. Martin
Assistant Secretary.

STATE OF NEW YORK)
COUNTY OF NEW YORK)SS:
United States of America)

I, the undersigned, a Notary Public in and for the State and County aforesaid, hereby certify that on this 13th day of September, 1927, before me personally appeared L. H. Parkhurst, a Vice-President of Florida Power & Light Company, a corporation organized under the laws of the State of Florida, United States of America, to me well known and known to me to be the person described in and who executed the foregoing instrument as Vice-President of said Florida Power & Light Company, and acknowledged the execution thereof to be his free act as such officer for the uses and purposes therein mentioned, and that the seal affixed thereto is the corporate seal of said Corporation and that said instrument is the act of said Corporation.

WITNESS my hand and official seal at New York, N.Y., United States of America, this 13th day of September, 1927.

C. Henry Ashenbach

NOTARY PUBLIC, Nassau County
Certificate No. 1, New York County
Clerk of the Board of Supervisors No. 8111
Commission expires March 10, 1929