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Account Name : TECO ENERGY, INC.
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MERGER OR SHARE EXCHANGE

BCH MECHANICAL, INC.

Certificate of Status	0
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Estimated Charge	$78.75

Merger
10-3

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ARTICLES OF MERGER
Merger Sheet

MERGING:

TECO ASSETS, INC., a Florida corporation, document number P00000083916

INTO

BCH MECHANICAL, INC., a Florida entity, 516686

File date: October 3, 2000

Corporate Specialist: Karen Gibson

STATE OF FLORIDA

ARTICLES OF MERGER

OF

TECO ASSETS, INC.
(a Florida corporation)

INTO

BCH MECHANICAL, INC.
(a Florida corporation)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1105 of the Florida Business Corporation Act, the undersigned corporations adopt the following Articles of Merger:

1. The plan of merger is as follows:

   (a) TECO Assets, Inc. ("TECO Assets"), a Florida corporation, will be merged with and into BCH Mechanical, Inc. ("BCH"), a Florida corporation, and BCH will be the surviving corporation.

   (b) All of the outstanding shares of capital stock of TECO Assets will be converted into an aggregate of 100 shares of common stock of BCH Mechanical, Inc. Each share of stock will be converted into the right to receive 1 share of common stock of BCH Mechanical, Inc., with cash to be paid in lieu of fractional shares.

   (c) The outstanding capital stock of TECO Assets will be exchanged for an equal number of shares of the surviving corporation.

2. The effective date of the merger is the date of filing these Articles of Merger.

3. The Agreement and Plan of Merger dated as of September 28, 2000 pursuant to which TECO Assets will be merged with and into BCH was adopted by the board of directors and shareholders of TECO Assets on September 28, 2000 and by the directors and shareholders of BCH on September 28, 2000.

IN WITNESS WHEREOF, these Articles of Merger have been executed on behalf of BCH and TECO Assets by their respective authorized officers as of the 29th day of September, 2000.

TECO ASSETS, INC.

By: *M. W. Gibson*
Name: M. W. Gibson
Its: Vice President

BCH MECHANICAL, INC.
(Surviving corporation)

By: *M. W. Gibson*
Name: M. W. Gibson
Its: Vice President

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