51686

Florida Department of State

Division of Corporations

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From:
Account Name : TECO ENERGY, INC.
Account Number : 076424001012
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Fax Number : (813)228-1328

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BASIC AMENDMENT

BCH MECHANICAL, INC.

Certificate of Status	0
Certified Copy	1
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AMEND
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10-2

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A merger sheet unrelated to this document was imaged in error on 10/2/00 - sheet removed 5/2/01 and reimaged. sp 5/2/01

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STATE OF FLORIDA

ARTICLES OF AMENDMENT TO THE

ARTICLES OF MERGER

OF

KENNACO, INC.
(a Florida corporation)

INTO

BCH MECHANICAL, INC.
(a Florida corporation)

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Pursuant to Section 607.1006 of the Florida Statutes, BCH Mechanical, Inc., a Florida corporation (the "Corporation"), certifies that:

(1) The name of the Corporation is BCH Mechanical, Inc.;

(2) The Articles of Merger of Kennaco, Inc. and the Corporation are amended as follows:

(a) Article 1(b) of the Articles of Merger is amended, in its entirety, to read as follows:

> (b) All of the outstanding shares of capital stock of BCH will be converted into an aggregate of 233,820 shares of common stock of TECO Energy, Inc. Each share of stock will be converted into the right to receive 467.645 shares of common stock of TECO Energy, Inc., with cash to be paid in lieu of fractional shares.

(b) Section 1.6 of the Agreement and Plan of Merger is amended, in its entirety, to read as follows:

> 1.6 <u>Treatment of Stock</u>. At the Effective Time, by virtue of the Merger and without any action on the part of the Buyer or the Seller, all outstanding capital stock of the Seller shall be converted into an aggregate of 233,820 shares of common stock of TECO Energy, Inc. Each share of stock will be converted into the right to receive 467.645 shares of common stock of TECO Energy, Inc., with cash to be paid in lieu of fractional shares. All the outstanding common and preferred stock of Buyer shall be exchanged for an equal number of shares of Seller.

(c) This amendment to the Articles of Merger was duly adopted by the sole shareholder of the Corporation on September 28, 2000 in order to correct typographical errors discovered in the document.

BCH MECHANICAL, INC.
(Surviving corporation)

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

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