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99500032427

ACCOUNT NO. : 072100000052

REFERENCE : 583853 80388A

AUTHORIZATION :

COST LIMIT : 9 PPD

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ORDER DATE : April 24, 1995

ORDER TIME : 9:45 AM

ORDER NO. : 583853

CUSTOMER NO: 80388A

CUSTOMER: Patrick G. Emmanuel, Esq
EMMANUEL SHEPPARD & CONDON

30 South Spring Street

Pensacola, FL 32501

DOMESTIC FILING

NAME: PEOPLES WATER SERVICE COMPANY
OF FLORIDA, INC.

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

FILED
95 APR 24 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN APR 25 1995

~~585 51725~~

~~5011 1012~~



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 24, 1995

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: PEOPLES WATER SERVICE COMPANY OF FLORIDA, INC.
Ref. Number: W95000008725

We have received your document for PEOPLES WATER SERVICE COMPANY OF FLORIDA, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 295A00019232

CONSENT TO USE OF NAME

KNOW ALL MEN BY THESE PRESENTS, that THE PEOPLES WATER SERVICE COMPANY, a foreign corporation qualified to do business in the State of Florida, with address at 409 Washington Avenue, Suite 310, Towson, Maryland 21204-4971, does hereby consent to the organization of a new Florida corporation for-profit, with the name "PEOPLES WATER SERVICE COMPANY OF FLORIDA, INC."

The new corporation "Peoples Water Service Company of Florida, Inc." will be a subsidiary of The Peoples Water Service Company.

The Peoples Water Service Company requests the Secretary of State (Department of State) of Florida to permit the use of the name "Peoples Water Service Company of Florida, Inc." for a corporation being organized through the law office of Emmanuel, Sheppard & Condon, Pensacola, Florida.

EXECUTED the 20th day of March, 1995.

THE PEOPLES WATER SERVICE COMPANY

By: SWUSA/WT
Its: _____

ARTICLES OF INCORPORATION

OF

PEOPLES WATER SERVICE COMPANY OF FLORIDA, INC.

FILED
95 APR 24 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME AND PRINCIPAL OFFICE

The name of this corporation is Peoples Water Service Company of Florida, Inc. The address of the principal office of the corporation is located at 905 Lownde Avenue, Pensacola, Florida 32507. The mailing address of the corporation is Post Office Box 4815, Pensacola, Florida 32507-0815.

ARTICLE II

DURATION

This corporation shall exist perpetually, commencing upon the date when these Articles Of Incorporation are filed with the Department of State of Florida.

ARTICLE III

PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of one dollar (\$1.00) par value common stock, all of one class and series.

ARTICLE V
PREEMPTIVE RIGHTS

Every shareholder upon the sale of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of this corporation's initial registered office is 30 South Spring Street, Pensacola, Florida 32501. The name of the initial registered agent of the corporation is Robert A. Emmanuel, whose address is 30 South Spring Street, Pensacola, Florida 32501.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of

Directors is three, whose names and addresses are:

Sherlock S. Gillet, Suite 310, 409 Washington Avenue,
Towson, Maryland 21204-4971

Sherlock S. Gillet Jr., Suite 310, 409 Washington Avenue,
Towson, Maryland 21204-4971

Gerald H. Matson, Suite 310, 409 Washington Avenue,
Towson, Maryland 21204-4971

ARTICLE VIII

INCORPORATORS

The name of the incorporator is Patrick G. Emmanuel, and his address is 30 South Spring Street, Pensacola, Florida 32501.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21st day of April, 1995.



PATRICK G. EMMANUEL, Incorporator

STATE OF FLORIDA)

COUNTY OF ESCAMBIA)

BEFORE ME, the undersigned authority in and for said State and County, personally appeared Patrick G. Emmanuel, to me well known to be the person described in and who freely and voluntarily subscribed the foregoing Articles of Incorporation for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in

the State and County aforesaid this 21st day of April, 1995.



Laura N. Holton
Print Name: Laura N. Holton
Notary Public, State and County
Aforesaid

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

KNOW ALL MEN BY THESE PRESENTS, that I, Robert A. Emmanuel whose address is 30 South Spring Street, Pensacola, Florida 32501, do hereby accept the appointment as the Registered Agent of Peoples Water Service Company of Florida, Inc., pursuant to §607.034 and the other laws of the State of Florida, and I agree to serve as such Registered Agent of Peoples Water Service Company of Florida, Inc.

DATED the 21st day of April, 1995.

Robert A. Emmanuel

ROBERT A. EMMANUEL