

P97000025713



ACCOUNT NO. : 072100000032

REFERENCE : 302819 4357748

AUTHORIZATION *Patricia Pujols*

COST LIMIT : \$ 122.50

ORDER DATE : March 21, 1997

ORDER TIME : 10:39 AM

ORDER NO. : 302819-005

300002120813--4

CUSTOMER NO: 4357748

CUSTOMER: Ms. Fran M. Carpenter
ESI ENERGY, INC.

11760 U.s. Highway One
Suite 600
North Palm Beac, FL 33408

DOMESTIC FILING

NAME: ESI MOJAVE, INC.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

Dmc 3/21/97

FILED
97 MAR 21 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 MAR 21 PM 1:50
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION
OF
ESI MOJAVE, INC.**

FILED
97 MAR 21 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is **ESI Mojave, Inc.**

ARTICLE II

This corporation's existence shall become effective as of March 21, 1997.

ARTICLE III

The corporation is organized for the purpose of transacting any or all lawful business for which corporations may be organized under the Florida Business Corporation Act of the State of Florida.

ARTICLE VI

The mailing address of the principal place of business of the corporation is 11760 U.S. Highway One, Suite 600, North Palm Beach, Florida 33408.

ARTICLE V

The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares, par value \$.01 per share.

ARTICLE VI

The street address of the initial registered office of the corporation is 9250 West Flagler Street, Miami, Florida 33174. The name of the initial registered agent of the corporation at that address is J. E. Leon.

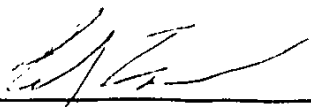
ARTICLE VII

The initial Board of Directors shall consist of one member who shall be Edward F. Tancer, whose address is 11760 U.S. Highway One, North Palm Beach, Florida 33408. The number of directors may be increased or decreased from time to time in the manner provided in the bylaws of the corporation

ARTICLE VIII

The name and address of the incorporator of the corporation is Edward F. Tancer, 11760 U.S. Highway One, North Palm Beach, Florida 33408.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation on March 20, 1997.



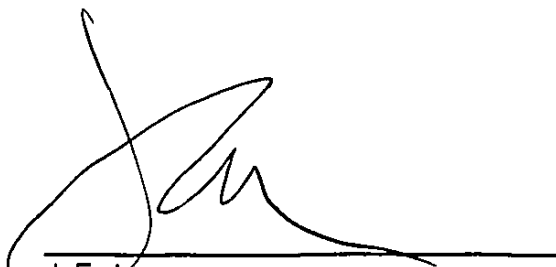
Edward F. Tancer, Incorporator

CONSENT OF REGISTERED AGENT
OF

FILED
97 MAR 21 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, J. E. Leon, whose business office is 9250 West Flagler Street,
Miami, Florida 33174 hereby accepts appointment as the initial registered agent of
ESI Mojave, Inc., and accepts the obligations provided
for in Section 607.0505, Florida Statutes.

Dated: March 20, 1997



J. E. Leon
Registered Agent