

P98000057368



ACCOUNT NO. : 072100000032  
REFERENCE : 87754 ~~81965A~~  
AUTHORIZATION : *Patricia Poyts*  
COST LIMIT : \$ 78.75

ORDER DATE : June 26, 1998  
ORDER TIME : 11:13 AM  
ORDER NO. : 871754-005  
CUSTOMER NO: 81965A

CUSTOMER: Ms. Joan Hand (ex-jb)  
FLORIDA POWER AND LIGHT  
COMPANY

200002573462--8

700 Universe Boulevard  
Juno Beach, FL 33408

DOMESTIC FILING

NAME: FPL POWER MARKETING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
       PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUN 26 PM 1:06

RECEIVED  
98 JUN 29 PM 12:08  
DIVISION OF CORPORATIONS

EFFECTIVE DATE

10/25/98

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUN 26 PM 1:06

**ARTICLES OF INCORPORATION  
OF  
FPL POWER MARKETING, INC.**

**ARTICLE I**

The name of the corporation is **FPL Power Marketing, Inc.**

**ARTICLE II**

This corporation's existence shall become effective as of June 25, 1998.

**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, Suite 600, 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, Suite 600, North Palm Beach, Florida 33408.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation on June 25, 1998.

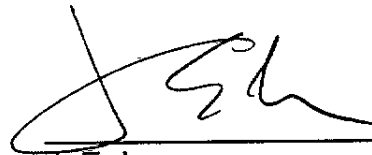
  
\_\_\_\_\_  
Edward F. Tancer, Incorporator

**CONSENT OF REGISTERED AGENT  
OF  
FPL POWER MARKETING, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUN 26 PM 1:06

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 FPL Power Marketing, Inc., and accepts the obligations provided for in Section 607.0505, Florida Statutes.

Dated: June 25, 1998



J. E. Leon  
Registered Agent