

P98000041499



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 810275 80749B

AUTHORIZATION :

Patricia Piguth

COST LIMIT : \$ ~~PRD~~ 122.50

ORDER DATE : May 7, 1998

ORDER TIME : 10:24 AM

ORDER NO. : 810275-005

CUSTOMER NO: 80749B

CUSTOMER: Earl Drayton Farr, Jr., Esq
FARR FARR EMERICH SIFRIT AND
HACKETT, PA

115 West Olympia Avenue
Punta Gorda, FL 33950

200002515342--8

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY -7 PM 2:10

DOMESTIC FILING

NAME: TOWN AND COUNTRY UTILITIES,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

98 MAY -7 AM 11:23
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DIVISION OF CORPORATIONS
98 MAY -7 PM 2:10

ARTICLES OF INCORPORATION

OF

TOWN AND COUNTRY UTILITIES COMPANY

ARTICLE I

The name of this corporation is TOWN AND COUNTRY UTILITIES COMPANY. The principal office and/or mailing address of this corporation is as follows: 8000 State Road 31, Punta Gorda, Florida 33982.

ARTICLE II

This corporation is organized for the following purposes: To carry on any business, occupation, undertaking or enterprise and to exercise any power or authority which may be done by a private corporation organized and existing under and by virtue of Florida Statutes, Chapter 607 (1997), as amended from time to time, and it being the intention that this corporation may conduct and transact any business lawfully authorized and not prohibited by Florida Statutes, Chapter 607, (1997) as amended from time to time.

ARTICLE III

This corporation is authorized to issue ONE THOUSAND (1,000) shares of Common Stock with a par value of TEN CENTS (\$0.10) per share, all of which shall be fully paid and non-assessable.

ARTICLE IV

The corporation elects to have no preemptive rights.

ARTICLE V

The street address of the initial registered office of this corporation is 8000 State Road 31, Punta Gorda, Florida 33982, and the name of the initial Registered Agent of this corporation at that address is HOWARD DEVANE.

ARTICLE VI

The name and address of each incorporator is as follows:

INCORPORATOR

ADDRESS

RICHARD S. CUDA

3 Squirrel Hill Lane
West Hartford, Connecticut 06107

ARTICLE VII

The business of this corporation shall be conducted by a board of directors which shall consist of one or more members, the exact number of said board of directors to be fixed from time to time by the bylaws of this corporation.

ARTICLE VIII

The name and post office addresses of the initial board of directors, the president, secretary and treasurer (and other officers, if applicable) who shall hold office for the first year of the existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

DIRECTORS

ADDRESS

RICHARD S. CUDA

3 Squirrel Hill Lane
West Hartford, Connecticut 06107

CARL STILLITANO

P.O. Box 8348
Pittsburgh, Pennsylvania 15218

EARL DRAYTON FARR, JR.

P.O. Drawer 511447
Punta Gorda, Florida 33951

OFFICERS	TITLE	ADDRESS
RICHARD S. CUDA	President/ Secretary/ Treasurer/	3 Squirrel Hill Lane West Hartford, Connecticut 06107

IN WITNESS WHEREOF, the undersigned, has made, subscribed and acknowledged these articles of incorporation, this 5th day of May, 1998.


 RICHARD S. CUDA
 Incorporator/President

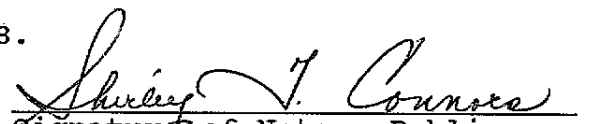
STATE OF CONNECTICUT

COUNTY OF Hartford

Before me, the undersigned authority, personally appeared RICHARD S. CUDA, to me known to be the person described in and who executed the foregoing articles of incorporation and he acknowledged before me according to law that he made and subscribed the same for the purposes therein expressed and mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 5 day of May, 1998.

My Commission Expires:


 Signature of Notary Public
SHIRLEY T. CONNORS
 Printed Name of Notary Public

(AFFIX SEAL)

My Commission Exp. July 31, 2001

**CERTIFICATE
DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY -7 PM 2:10

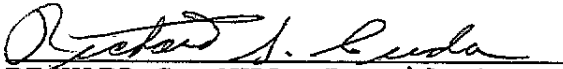
Pursuant to of Florida Statutes, Section 48.091 (1997),
the following is submitted, in compliance therewith:

First: That, TOWN AND COUNTRY UTILITIES COMPANY,
desiring to organize under the laws of the State of Florida, with
its principal office, as indicated in the articles of
incorporation, at 8000 State Road 31, Punta Gorda, County of
Charlotte, State of Florida, has named:

HOWARD DEVANE

located at 8000 State Road 31, Punta Gorda, County of Charlotte,
State of Florida, as its agent to accept service of process within
this State.

TOWN AND COUNTRY UTILITIES COMPANY

By: 
RICHARD S. CUDAS, President

ACCEPTANCE

Having been named to accept service of process for the
above stated corporation, at place designated in this certificate,
I hereby accept to act in this capacity, and agree to comply with
the provision of said law relative to keeping open said office.


HOWARD DEVANE
Registered Agent