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Florida Department of State

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Division of Corporations

Fax Number : (850)205-0380

From:

Account Name : TECO ENERGY, INC.

Account Number : 876424001012 Phone : (813)228-1431

Fax Number : (813) 228-1328

SECRETARY OF STATE,

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DISSOLUTION

TERMCO, INC.

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TECO LEGAL DEPARTMENT

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TERMCO, INC.

ARTICLES OF DISSOLUTION



TERMCO, Inc., a Florida corporation, executes the following Articles of Dissolution pursuant to section 607.1403 of the Florida Business Corporation Act:

First:

The name of the corporation as currently filed with the Department of

State is TERMCO, Inc. (the "Company").

Second:

The document number of the Company is 197378.

Third:

The sole shareholder of the Company approved the dissolution of the

Company on November 20, 2003.

Fourth:

The number of votes cast by the shareholder of the Company for

dissolution was sufficient for approval.

Executed this 21st day of November, 2003.

Secretary