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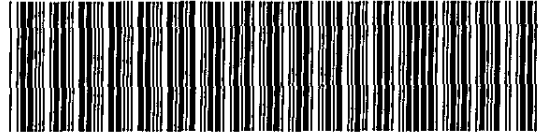
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 983465 4144C

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 125.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : November 19, 2004

ORDER TIME : 8:40 AM

ORDER NO. : 983465-025

CUSTOMER NO: 4144C

CUSTOMER: Ms. Suzanne Cleven
Holland & Knight
Llp-corporate Account
Suite 2600
200 South Orange Avenue
Orlando, FL 32801

DOMESTIC FILING

NAME: HUGHES UTILITIES HOLDINGS, LLC

EFFECTIVE DATE:

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 2956

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION FOR
HUGHES UTILITIES HOLDINGS, LLC
(a Florida limited liability company)**

The undersigned representative of a Member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

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ARTICLE I. NAME

The name of the limited liability company is: Hughes Utilities Holdings, LLC.

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Company is:

One Hughes Way
Orlando, FL 32805

ARTICLE III. DURATION

The period of duration for the Company shall be perpetual, unless terminated in accordance with the Company's Operating Agreement or by the unanimous written agreement of all Members.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent of the Company are:

Corporation Service Company
1201 Hayes Street
Tallahassee, FL 32301


ARTICLE V. MANAGEMENT

The business of the Company shall be conducted, carried on, and managed by no fewer than one (1) Manager, who shall be elected by the Members of the Company in the manner prescribed by and provided in the Operating Agreement of the Company. Therefore, the Company is a manager-managed company. Such

Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company.

ARTICLE VI. OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company.


Glenn A. Adams
Authorized Representative of a Member

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE
OF HUGHES UTILITIES HOLDINGS, LLC

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, Hughes Utilities Holdings, LLC, a Florida limited liability company (the "Company"), hereby submits the following statement designating the registered office and registered agent in the state of Florida.

1. The name of the Company is: Hughes Utilities Holdings, LLC.
2. The name of the registered agent and the address of the registered office are:

NAME: CORPORATION SERVICE COMPANY

ADDRESS: 1201 Hayes Street

Tallahassee, FL 32301

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, we hereby accept the appointment as registered agent and agree to act in this capacity. We further agree to comply with the provisions of all statutes relating to the proper and complete performance of our duties, and we are familiar with and accept the obligations of our position as registered agent as provided for in Chapter 608., F.S..

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper

Date: 11/19, 2004

Name: Deborah D. Skipper
Asst. V. Pres.

Title: _____