

Division of Corporations

Page 1 of 1

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H12000068654 3)))



H120000686543ABC%

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850) 617-6383

From:

Account Name : TECO ENERGY, INC.  
Account Number : 076424001012  
Phone : (813) 228-1431  
Fax Number : (813) 228-1328

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: bagraves@tecoenergy.com

RECEIVED  
12 MAR 15 PM 1:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FLORIDA LIMITED LIABILITY CO.  
TECO Guatemala Holdings II, LLC

|                       |          |
|-----------------------|----------|
| Certificate of Status | 1        |
| Certified Copy        | 0        |
| Page Count            | 03       |
| Estimated Charge      | \$130.00 |

Electronic Filing Menu

Corporate Filing Menu

Help

J. SAULSBERRY  
EXAMINER

MAR 16 2012

**ARTICLES OF ORGANIZATION  
OF  
TECO GUATEMALA HOLDINGS II, LLC**

The undersigned, acting as an authorized representative under the Florida Limited Liability Company Act, adopts the following Articles of Organization.

**ARTICLE I  
Name**

The name of the limited liability company shall be: TECO GUATEMALA HOLDINGS II, LLC.

**ARTICLE II  
Address and Place of Business**

The mailing address and the street address of the principal office of the limited liability company is 702 N. Franklin Street, Tampa, Florida 33602.

**ARTICLE III  
Registered Office and Registered Agent**

The street address of the limited liability company's initial registered office is 702 N. Franklin Street, Tampa, Florida 33602, and the initial registered agent at such address is David E. Schwartz. The limited liability company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 608.416, Florida Statutes.

**ARTICLE IV  
Management**

The management of the limited liability company shall be vested in a board of managers, entitled the Board of Directors. The name and address of the initial Board of Directors is as follows:

Phil L. Barringer

702 N. Franklin St.  
Tampa, FL 33602

2012 MAR 15 AM 8:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

**ARTICLE V**  
**Acknowledgement**

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization  
this 15<sup>th</sup> day of March, 2012.

By: 

DAVID E. SCHWARTZ  
Authorized Representative  
of the Sole Member

FILED  
2012 MAR 15 AM 8:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: TECO GUATEMALA HOLDINGS II, LLC.
2. The name and address of the registered agent and office is:

David E. Schwartz  
702 North Franklin Street  
Tampa, Florida 33602

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, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED this 15th day of March, 2012.

  
DAVID E. SCHWARTZ

SECRETARY OF STATE  
TAMPAHASSSEE, FLORIDA

2012 MAR 15 AM 8:42

FILED