



ESI ENERGY
AN FPL GROUP COMPANY

L62844

December 5, 1998

500002365215--4
-12/08/97--01036--009
*****35.00 *****35.00

Secretary of State
Division of Corporations
P O Box 327
Tallahassee FL 32314

FILED
97 DEC -8 PM 8:12
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Re: Dissolution of ESI URI, Inc. L62844

Enclosed are executed Articles of Dissolution for the above referenced corporations.
Please find a check enclosed for \$35.00 for the dissolution fees.

Please send the acknowledgement of dissolution to:

Frances M. Carpenter
ESI URI, Inc.
C/O ESI Energy, Inc.
11760 US Highway One, Suite 600
North Palm Beach, FL 33408

Sincerely,

ESI URI, INC.

Frances M. Carpenter
Secretary

Enclosures

VS DEC 15 1997
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**ARTICLES DISSOLUTION
OF
ESI URI, INC.**

FILED
97 DEC -8 PM 3:12
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

The name of the corporation is **ESI URI, Inc** (hereinafter referred to as the "Corporation").

ARTICLE II

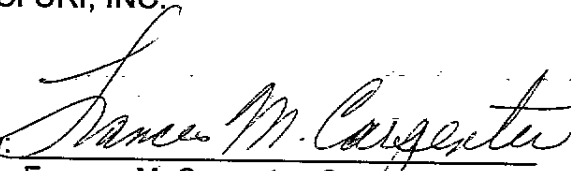
Dissolution was authorized on November 17, 1997.

ARTICLE III

Dissolution was authorized by the written consent of the holder of all of the issued and outstanding shares of common stock of the Corporation, which number was sufficient for approval.

IN WITNESS WHEREOF, ESI URI, Inc. has caused these Articles of Dissolution be executed on its behalf on November 17 1997.

ESI URI, INC.

By: 
Frances M. Carpenter, Secretary