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BASIC AMENDMENT

FLORIDA PARTNERSHIP FOR AFFORDABLE COMPETITIVE ENERG

Certificate of Status	0
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Amendment
12/17/02 Xc

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
FLORIDA PARTNERSHIP FOR AFFORDABLE COMPETITIVE ENERGY, INC.**

The undersigned, President of Florida Partnership for Affordable Competitive Energy, Inc., a Florida not-for-profit corporation (the "Corporation"), desiring to amend the Articles of Incorporation of the Corporation pursuant to Section 617.1006 of the Florida Not-for-Profit Corporation Act (the "Act"), states as follows:

1. The name of the Corporation is Florida Partnership for Affordable Competitive Energy, Inc.
2. The Articles of Incorporation of the Corporation are amended by deleting Article VIII in its entirety and replacing it with the following:

"ARTICLE VIII. INITIAL BOARD OF DIRECTORS

The corporation shall be governed by a board of directors. The board of directors has six (6) members initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but will never be less than three (3). The method of election or appointment of the directors shall be as provided in the bylaws. The names of the initial directors are:

Michael C. Green
Timothy R. Eves
Frank Stallwood
Sean J. Finnerty
Richard L. Wolfinger
John R. Orr, Jr.

3. The Amendment to the Articles of Incorporation of the Corporation (the "Amendment") was approved by unanimous written consent of the Members of the Corporation on the 30th day of September, 2002.

4. The unanimous consent of the Members is sufficient for approval of the Amendment.

IN WITNESS WHEREOF, the undersigned has executed this Amendment this 13th day of December, 2002.

Florida Partnership for Affordable Competitive
Energy, Inc., a Florida not-for-profit corporation

By: Timothy R. Eves
Name: Timothy R. Eves
Title: President

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