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C T CORPORATION SYSTEM

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660 East Jefferson Street

800003381378-5
-09/05/00-01048-008
*****78.75 *****78.75

Address
Tallahassee, FL 32301 (850)222-1092
City State Zip Phone

CORPORATION(S) NAME

FPL Energy Forney, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
FPL ENERGY FORNEY, INC.**

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TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is FPL Energy Forney, Inc.

ARTICLE II

This corporation's existence shall become effective as of September 5, 2000.

ARTICLE III

The corporation is organized for the purpose of transacting any or all lawful business for which corporations may be organized under the Florida Business Corporation Act of the State of Florida.

ARTICLE IV

The mailing address of the principal place of business of the corporation is 700 Universe Boulevard, Juno Beach, Florida 33408.

ARTICLE V

The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares, par value \$.01 per share

ARTICLE VI

The street address of the initial registered office of the corporation is 9250 West Flagler Street, Miami, Florida 33143. The name of the initial registered agent of the corporation at that address is J. E. Leon.

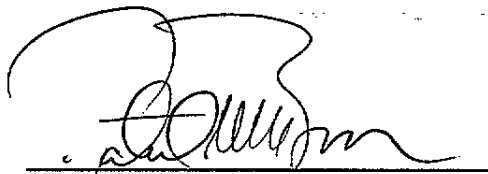
ARTICLE VII

The initial Board of Directors shall consist of one member who shall be Patrick M. Bryan, whose address is 700 Universe Boulevard, Juno Beach, Florida 33408. The number of directors may be increased or decreased from time to time in the manner provided in the by-laws of the corporation.

ARTICLE VIII

The name and address of the incorporator of the corporation Patrick M. Bryan, 700 Universe Boulevard, Juno Beach, Florida 33408.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation on September 1, 2000.

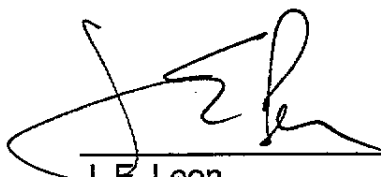


Patrick M. Bryan, Incorporator

**CONSENT OF REGISTERED AGENT
OF
FPL ENERGY FORNEY, INC.**

The undersigned, J. E. Leon, whose business office is 9250 West Flagler Street, Miami, Florida 33174 hereby accepts appointment as the initial registered agent of FPL Energy Forney, Inc., and accepts the obligations provided for in Section 607.0505, Florida Statutes.

Dated: September 1, 2000



J. E. Leon
Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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