

DEC-28-2005 14:48

TECO LEGAL DEPARTMENT

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0380

From:

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

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05 DEC 28 AM 8:00

DIVISION OF CORPORATIONS

DISSOLUTION

TPS ARIZONA OPERATIONS COMPANY

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$43.75

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DIVISION OF CORPORATIONS
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Volun. Diss.
w/ Notice
12/29/05

TPS ARIZONA OPERATIONS COMPANY**ARTICLES OF DISSOLUTION**

TPS Arizona Operations Company, a Florida corporation, executes the following Articles of Dissolution pursuant to section 607.1403 of the Florida Business Corporation Act:

- First: The name of the corporation as currently filed with the Department of State is TPS Arizona Operations Company (the "Company").
- Second: The document number of the Company is P01000025234.
- Third: The sole shareholder of the Company approved the dissolution of the Company on November 18, 2005.
- Fourth: The number of votes cast by the sole shareholder of the Company for dissolution was sufficient for approval.

Executed this 28th day of December, 2005.



C. R. Black
President

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DIVISION OF CORPORATIONS
05 DEC 28 PM 4:11

Notice of Corporate Dissolution

This notice is submitted by the dissolved corporation named below for resolution of payment of unknown claims against this corporation as provided in s. 607.1407, F.S.

This "*Notice of Corporate Dissolution*" is optional and is not required when filing a voluntary dissolution.

Name of Corporation: TPS Arizona Operations Company

Date of dissolution will be the date the dissolution is filed with the Department of State or as specified in the *Articles of Dissolution*.

Description of information that must be included in a claim:

Any claim against the Corporation must be made in writing and include
the amount of the claim, the basis of the claim, and the date on which the
claim originated.

Mailing address where claims can be sent: (Claims cannot be sent to the Division of Corporations)

702 N. Franklin Street

Tampa, FL 33602

Attention: Ellen Anderton, Legal Dept.

A claim against the above named corporation will be barred unless a proceeding to enforce the claim is commenced within 4 years after the filing of this notice.

S. M. Payne

Printed Name of the Person Filing

S M Payne

Signature of the Person Filing

Fee: No charge if included with Articles of Dissolution. If filed separately.\$35.00