

**Electronic Articles of Incorporation
For**

P03000109938
FILED
October 06, 2003
Sec. Of State

DYNAGY INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

DYNAGY INC.

Article II

The principal place of business address:

12271 SW 122ND PATH
MIAMI, FL. 33186

The mailing address of the corporation is:

12271 SW 122ND PATH
MIAMI, FL. 33186

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100 @ \$1.00

Article V

The name and Florida street address of the registered agent is:

NAVARRO, MARLEY & SPIEGELMAN, P.L.
2601 SOUTH BAYSHORE DRIVE
400
MIAMI, FL. 33133

I certify that I am familiar with and accept the responsibilities of registered agent.

P03000109938
FILED
October 06, 2003
Sec. Of State

Registered Agent Signature: LUIS F. NAVARRO

Article VI

The name and address of the incorporator is:

IAN GROCHER
12271 SW 122ND PATH

MIAMI, FLORIDA 33186

Incorporator Signature: IAN GROCHER

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
IAN GROCHER
12271 SW 122ND PATH
MIAMI, FL. 33186

Title: VP
IAN GROCHER
12271 SW 122ND PATH
MIAMI, FL. 33186

Title: TRE
IAN GROCHER
12271 SW 122ND PATH
MIAMI, FL. 33186

Article VIII

The effective date for this corporation shall be:

10/02/2003