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SECRETARY OF STATE ALLAHASSEE, FLORIDA 2008 FEB -5 PM 4: 0

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REPLY TO: J.D. SMITH Board Certified Business Litigation jdsmith@pensacolalaw.com Fax: (850) 477-4510 SUZANNE BLANKENSHIP
WILLIAM A. BOND
EDWARD P. FLEMING
WILLIAM J. GREEN
R. TODD HARRIS
ROBERT N. HEATH, JR.
BELINDA B. DE KOZAN
G. STEPHEN LOWERY
BRUCE A. McDONALD
STEPHEN R. MOORHEAD
RAYMOND P. OLDÁCH, JR.
J. D. SMITH
JOHN B. TRAWICK
KATHLYN M. WHITE

February 1, 2008

Secretary of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

> RE: CNP Enterprises, Inc./Corporation Our File No. JDS-07-0266

OF COUNSEL MICHAEL L. FERGUSON WILLIAM J. GREEN

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation on the above-referenced corporation. Please file the original Articles of Incorporation and return a certified copy to the undersigned. Also enclosed is our firm check in the amount of \$78.75 for the following:

Filing fee	\$35.00
Certified copy	8.75
Registered Agent fee	35.00
TOTAL	\$78.75

Please feel free to contact me should you have any questions or require additional information.

Thank you for your assistance in this matter.

Sincerely,

an Bodmer, Secretary to

.D. Smith

JDS/mjb Enc.

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ARTICLES OF INCORPORATION 2008 FEB - 5 PM 4: 06 CNP ENTERPRISES, INC.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

<u>ARTICLE I</u>

NAME AND PRINCIPAL OFFICE

The name of this corporation is CNP ENTERPRISES, INC., and its Mailing address is 1806 Peyton Drive, Pensacola, Florida, 32503.

DURATION

This corporation shall exist perpetually, commencing upon the date of subscription and acknowledgment of these Articles of Incorporation.

ARTICLE III

PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock, all of one class and series.

ARTICLE V

PREEMPTIVE RIGHTS

Every shareholder upon the sale of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

INITIAL DIRECTORS

Mary Anne Petruska 1806 Peyton Drive Pensacola, FL 32503 Joseph G. Petruska 1806 Peyton Drive Pensacola, FL 32503

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The street address of this corporation's initial registered office is 1806 Peyton Drive, Pensacola, FL 32503 and the name of this corporation's initial registered agent is Joseph G. Petruska.

ARTICLE VIII

INCORPORATORS

The name and address of the incorporator is Joseph G. Petruska, 1806 Peyton Drive, Pensacola, FL 32503.

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for CNP ENTERPRISES, INC., at the place designated in this Certificate, I, Joseph G. Petruska, am familiar with and accept the appointment as registered agent and agree to the act in that capacity.

DATED: January <u>31</u>, 2008.

DOSEPH G. PETRUSKA Registered Agent

OSEPH G. PETRUSKA, Incorporator