AN FPL GROUP COMPANY

October 2, 1998

Secretary of State
Division of Corporations
P O Box(327
Tallahassee FL 32314

200002672742--8 -10/26/98-01107-015 *****35.00 ******35.00

Re: Dissolution of ESI San Emidio, Inc. P93000024382

Enclosed are executed Articles of Dissolution for the above referenced corporation. Please find a check enclosed for \$35.00 for the dissolution fees.

Send the acknowledgement of dissolution to:

Frances M. Carpenter C/O FPL Energy, Inc. 700 Universe Boulevard Juno Beach, FL 33408

Sincerely,

ESI Şan Emidio, Inc..

Frances M. Carpenter

Secretary

Enclosures

98 OCT 26 PM 1:59
SECRETARY OF STATE
JALLAHASSEE, FLORID

OF ESI SAN EMIDIO, INC.

ARTICLE I

The name of the corporation is **ESI San Emidio, Inc**. (hereinafter referred to as the "Corporation").

ARTICLE II

Dissolution was authorized on September 28, 1998.

ARTICLE III

Dissolution was authorized by the written consent of the holder of all of the issued and outstanding shares of common stock of the Corporation, which number was sufficient for approval.

IN WITNESS WHEREOF, ESI San Emidio, Inc. has caused these Articles of Dissolution be executed on its behalf on September 28, 1998.

ESI SAN EMIDIO, INC.

Frances M. Carpenter, Segrétary