P95000027701

(Requestor's Name)

(Address)

(City, State, Zip) (Phone #)

OFFICE USE ONLY

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95 APR -7 AM 10:2
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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****183.75 ****183.75

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. ______ (Corporation Name) ______ (Document #)
2. ______ (Corporation Name) ______ (Document #)
3. ______ (Corporation Name) ______ (Document #)
4. ______ (Corporation Name) ______ (Document #)

[X] Walk in [ ] Pick up time ______ [2] Certified Copy

[ ] Mail out [X] Will wait [ ] Photocopy [1] Certificate of Status

	NEW FILINGS
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
	Amendment
	Resignation of R.A., Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

NANCY HENDRICKS APR - 7 1995

Examiner's Initials	

CR2E031(10/92)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

ARTICLES OF INCORPORATION

OF

TECO GAS & OIL, INC.

The undersigned, acting as incorporator of TECO Gas & Oil, Inc. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I

Name

The name of this corporation is: TECO Gas & Oil, Inc.

ARTICLE II

Principal Address

The principal address of the corporation is: 702 North Franklin Street, Tampa, FL 33602

ARTICLE III

Duration

This corporation shall exist perpetually unless dissolved according to law.

ARTICLE IV

Purposes

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act of the State of Florida and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act.

ARTICLE V

Authorized Shares

The maximum number of shares which the corporation shall be authorized to issue is 7,500 shares of common stock, $1.00 par value per share.

The consideration for the purchase of any such stock from this corporation shall be set from time to time by the Directors of the corporation at any regular meeting or any special meeting called for such purpose, always provided that such consideration shall not be less than par value, but it may be either money current of the United States of America or good and sufficient exchange of an item of value comparable or greater than the stock purchase therewith in this corporation, and said stock shall be fully paid and nonaccessable when such consideration is paid.

ARTICLE VI

Initial Registered Office and Agent

The address of the initial registered office of this corporation is 702 North Franklin Street, Tampa, Florida 33602, and the name of the corporation's initial registered agent at that address is D. J. Schwartz. This corporation shall have the right to change such registered office and such registered agent from time to time as provided by law.

ARTICLE VII

Board of Directors

The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the shareholders. A quorum for the transaction of business at meetings of the directors shall be determined as provided in the bylaws. Subject to the bylaws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be shareholders.

ARTICLE VIII

Initial Board of Directors

The number of directors constituting the initial Board of Directors of the corporation is three, and the name and street address of the initial directors, who are to serve as directors until the first annual meeting of the shareholders, or until their successors are elected and qualify are:

Name	Address
R. K. Eustace	702 N. Franklin Street Tampa, FL 33602
A. D. Oak	702 N. Franklin Street Tampa, FL 33602
T. L. Guzzle	702 N. Franklin Street Tampa, FL 33602

The number of directors may be increased or decreased from time to time, and vacancies shall be filled as provided in the bylaws.

ARTICLE IX

Incorporator

The name and street address of the incorporator are:

Name	Address
R. H. Kessel	702 N. Franklin Street Tampa, FL 33602

ARTICLE X

Bylaws

(a) The power to adopt the bylaws of this corporation, to alter, amend or repeal the bylaws, or to adopt new bylaws shall be vested in the Board of Directors of this corporation, provided, however, that any bylaw or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the shareholders entitled to vote thereon, or a new bylaw in lieu thereof may be adopted by vote of shareholders.

(b) The bylaws of this corporation shall be for the government of this corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation or contrary to the laws of the United States.

ARTICLE XI

Amendment of Articles of Incorporation

The corporation reserves the right to amend, alter change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the shareholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 6th day of April, 1995.

R H Kessel

R. H. Kessel

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared, R. H. Kessel, known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the state and county named above this 6th day of April, 1995.

Cindy L. Orlowski

Notary Public
State of Florida at Large

(AFFIX NOTARIAL SEAL)

NOTARY PUBLIC STATE OF FLORIDA

CINDY L ORLOWSKI
My Commission CC377160
Expires Jun 01, 1998
Bonded by HAI
800-422-1555

CERTIFICATE DESIGNATING REGISTERED AGENT

AND REGISTERED OFFICE

In compliance with Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

TECO Gas & Oil, Inc. desiring to organize as a corporation under the laws of the State of Florida has designated 702 North Franklin Street, Tampa, Florida 33602 as its initial registered office and has named D. E. Schwartz, located at said address, as its initial registered agent.

Incorporator

Having been named registered agent for the above-stated corporation at the designated registered office, the undersigned hereby accepts said appointment, agrees to comply with the provisions of Florida Statutes Section 48.091 relative to keeping open said office and is familiar with, and accepts, the obligations provided for in Florida Statutes Section 607.0505.

D. E. Schwartz

Registered Agent

FILED
95 APR -7 AM 10: 22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AUSLEY & MCMULLEN
ATTORNEYS AND COUNSELORS AT LAW
227 SOUTH CALHOUN STREET
P.O. BOX 391 (ZIP 32302)
TALLAHASSEE, FLORIDA 32301
(904) 224-9115 FAX (904) 222-7560

97 FEB 24 PM 3:21

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February 24, 1997

Secretary of State
State of Florida

Enclosed for filing are the original and one copy of Amended and Restated Articles of Incorporation of TECO Gas & Oil, Inc. along with a check in the amount of $87.50.

I would also like to request a certified copy of the above. Please contact me at 425-5486 when this is ready to be picked up.

Thank you for your assistance in connection with this matter.

Sincerely,

Patricia G. Pottle

Patricia G. Pottle

Enclosures

FEB 24 1997

w/ name change 2-24-97
PC

FILED
97 FEB 24 PM 3:21

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
TECO GAS & OIL, INC.

Pursuant to Section 607.1007 of the Florida Statutes, TECO Gas & Oil, Inc., a Florida corporation (the "Corporation"), certifies that

(1) The original articles of incorporation of the Corporation were filed by the Department of State on April 7, 1995;

(2) The Amended and Restated Articles of Incorporation were duly adopted by the Corporation's Board of Directors on February 21, 1997;

(3) The Articles of Incorporation of the Corporation are amended as follows:

(a) Article One of the Articles of Incorporation is amended, in its entirety, to read as follows:

The name of this corporation is: TECO Oil & Gas, Inc.

(4) This amendment to the Articles of Incorporation was duly adopted by the sole shareholder of the Corporation on February 21, 1997;

(5) There are no discrepancies between the provisions of the Articles of Incorporation, as amended, and the provisions of these Amended and Restated Articles of Incorporation other than the inclusion of the foregoing amendment, which was adopted pursuant to Section 607.1003, Florida Statutes, and the omission of matters of historical interest.

The text of the Articles of Incorporation of the Corporation is restated with the amendments described above, effective as of the date of filing with the Department of State to read as follows:

ARTICLE I

Name

The name of this corporation is TECO Oil & Gas, Inc

ARTICLE II

Principal Address

The principal address of the corporation is: 702 North Franklin Street, Tampa, FL 33602

ARTICLE III

Duration

This corporation shall exist perpetually unless dissolved according to law

ARTICLE IV

Purposes

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act of the State of Florida and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act.

ARTICLE V

Authorized Shares

The maximum number of shares which the corporation shall be authorized to issue is 7,500 shares of common stock, $1.00 par value per share.

The consideration for the purchase of any such stock from this corporation shall be set from time to time by the Directors of the corporation at any regular meeting or any special meeting called for such purpose, always provided that such consideration shall not be less than par value, but it may be either money current of the United States of America or good and sufficient exchange of an item of value comparable or greater than the stock purchase therewith in this corporation, and said stock shall be fully paid and nonaccessable when such consideration is paid.

ARTICLE VI

Initial Registered Office and Agent

The address of the initial registered office of this corporation is 702 North Franklin Street, Tampa, Florida 33602, and the name of the corporation's initial registered agent at that address is D. E. Schwartz. This corporation shall have the right to change such registered office and such registered agent from time to time as provided by law.

ARTICLE VII

Board of Directors

The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the shareholders. A quorum for the transaction of business at meetings of the directors shall be determined as provided in the bylaws. Subject to the bylaws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be shareholders.

ARTICLE VIII

Initial Board of Directors

The number of directors constituting the initial Board of Directors of the corporation is three, and the name and street address of the initial directors, who are to serve as directors until the first annual meeting of the shareholders, or until their successors are elected and qualify are:

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A. D. Oak	702 N. Franklin Street Tampa, FL 33602
T. L. Guzzle	702 N. Franklin Street Tampa, FL 33602

The number of directors may be increased or decreased from time to time, and vacancies shall be filled as provided in the bylaws.

ARTICLE IX

Incorporator

The name and street address of the incorporator are:

Name	Address
R. H. Kessel	702 N. Franklin Street Tampa, FL 33602

ARTICLE X

Bylaws

(a) The power to adopt the bylaws of this corporation, to alter, amend or repeal the bylaws or to adopt new bylaws shall be vested in the Board of Directors of this corporation; provided, however, that any bylaw or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the shareholders entitled to vote thereon, or a new bylaw in lieu thereof may be adopted by vote of shareholders.

(b) The bylaws of this corporation shall be for the government of this corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation or contrary to the laws of the United States.

ARTICLE XI

Amendment of Articles of Incorporation

The corporation reserves the right to amend, alter change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the shareholders herein are subject to this reservation.

The undersigned has executed, subscribed and acknowledged these Amended and Restated Articles of Incorporation on February 21, 1997.

R. K. Eustace, President