

P96000006885

January 11, 1996

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-01/17/96--01099--008
****122.50 ****122.50

RE:

Dear Sir/Madam:

Enclosed please find my check in the amount of \$122.50, and an original and one copy of the Articles of Incorporation for the above-named. Please be so kind as to file this and return a copy to my office at your earliest convenience.

Thank you for your attention to this matter.

Sincerely,

Richard W. D'Alemberte
Richard W. D'Alemberte
P.O. Box 66 #8 Main St.
Chattahoochee, FL 32324

Enclosures

96 JAN 18 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1/22

**ARTICLES OF INCORPORATION
OF
SOUTHEAST NATURAL GAS COMPANY**

The undersigned incorporator of this corporation, executing these Articles of Incorporation, being a natural person, competent to contract, hereby forms this corporation under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of this corporation is SOUTHEAST NATURAL GAS COMPANY.

**ARTICLE II
NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation is to manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, tangible and intangible, and services of every class, kind and description; and to conduct any other business and carry on any other activity as may be permissible under law; except that it is not to conduct a banking, safe deposit trust, surety, express, railroad, canal, telephone, telegraph, or cemetery company, a building and loan association, fraternal benefit society, state fair, nor exposition.

**ARTICLE III
CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at one time is 1000 shares of common stock having a par value of \$1.00 per share.

**ARTICLE IV
INITIAL CAPITAL**

The amount of capital with which this corporation will begin business is \$1,000.00 or greater.

**ARTICLE V
TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI
ADDRESS AND RESIDENT AGENT**

The initial mailing and street address of the initial registered and principal office of this corporation in the State of Florida is 275 North Bolivar Street, Chattahoochee, FL, 32324. The name of the initial registered Resident Agent in the State of Florida is RICHARD W. D'ALEMBERTE, whose address is 275 North Bolivar Street, Chattahoochee, FL, 32324. By his signature to these Articles, the said agent consents to the appointment as such, and by his signature hereto acknowledges that he is familiar with and accepts the obligations of that position. The Board of Directors may, from time to time, move the initial registered office of the corporation to any other address in the State of Florida.

**ARTICLE VII
DIRECTORS**

This corporation shall have four (4) directors, initially. The number of directors may be increased or diminished from time to time, by bylaws adopted by the stockholders, but shall

never be less than one (1).

ARTICLE VIII--INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are: RICHARD W. D'ALEMBERTE, whose address is 275 North Bolivar Street, Chattahoochee, FL, 32324; WALLACE E. CAPP, whose address is P.O. Box 6047, Marianna, FL, 32447; JACK B. THIGPEN, whose address is P.O. Box 185, Chattahoochee, FL, 32324; and MERRILL O. JONES, whose address is P.O. Box 779, Sneads, FL, 32460.

ARTICLE IX INITIAL OFFICERS

This corporation shall have three (3) offices, initially, consisting of a President, a Vice-President, and a Secretary-Treasurer, which must be filled by at least one (1) natural person. The names and mailing addresses of the initial officer(s) are: RICHARD W. D'ALEMBERTE, whose address is 275 North Bolivar Street, Chattahoochee, FL, 32324, as PRESIDENT; JACK B. THIGPEN, whose address is P.O. Box 185, Chattahoochee, FL, 32324, as VICE-PRESIDENT; and MERRILL O. JONES, whose address is P.O. Box 779, Sneads, FL, 32460, as Secretary-Treasurer.

ARTICLE X AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to them by the stockholders, and approved at a stockholders' meeting by majority of the stock then entitled to vote thereon, unless the directors and the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.


ARTICLE XI INCORPORATOR

The name and address of the incorporator of this corporation who shall sign and file these Articles is RICHARD W. D'ALEMBERTE, whose address is 275 North Bolivar Street, Chattahoochee, FL, 32324.

ARTICLE XII PREEMPTIVE RIGHTS

In the event that the Board of Directors authorizes the issuance of further shares of stock in the corporation, or in the event that the officers or directors of the corporation take action to issue previously-authorized shares of stock, then each shareholder of record at the time of the issue or sale shall have the option to purchase such number of shares to be issued, in the proportion that his (or her) already-owned shares bears to the total number of already-issued shares.

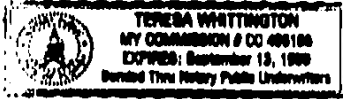
EXECUTED and acknowledged that date below written.


RICHARD W. D'ALEMBERTE,
Incorporator and as Resident Agent

STATE OF FLORIDA
COUNTY OF Gadsden:

THE FOREGOING INSTRUMENT was acknowledged before me this January 12, 1996,

by RICHARD W. D'ALEMBERTE, as Incorporator and as Resident Agent, who is personally known to me or who produced F.T.D. 0451-759-26-361 as identification and who did take an oath.



Teresa Whittington
Notary Public
My Commission Expires:
Sept. 13, 1999

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