

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

800-342-8086

904-222-0339 FAX



ACCOUNT NO. : 0721000000032

REFERENCE : 139649 81965A

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pizzuto

FILED
96 OCT 31 AM 11:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : October 31, 1996

ORDER TIME : 11:15 AM

EFFECTIVE DATE

ORDER NO. : 139649-005

10-30-96

CUSTOMER NO: 81965A

000001993020--5

CUSTOMER: Ms. Joan Hand (ex-jb)
FLORIDA POWER AND LIGHT
COMPANY

700 Universe Boulevard
Juno Beach, FL 33408

DOMESTIC FILING

NAME: FPL ENERGY SERVICES II, INC.

EFFECTIVE DATE: 10-30-96

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susana Romagosa

EXAMINER'S INITIALS:

11-1-96
KR

96 OCT 31 PM 1:22
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
FPL ENERGY SERVICES II, INC.

EFFECTIVE DATE
10.30.96

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TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is FPL Energy Services II, Inc.

ARTICLE II

This corporation's existence shall become effective as of October 30, 1996.

ARTICLE III

The corporation is organized for the purpose of transacting any or all lawful business for which corporations may be organized under the Florida Business Corporation Act of the State of Florida.

ARTICLE VI

The mailing address of the principal place of business of the corporation is 9250 West Flagler Street, Miami, Florida 33174.

ARTICLE V

The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares, par value \$.01 per share.

ARTICLE VI

The street address of the initial registered office of the corporation is 9250 West Flagler Street, Miami, Florida 33174. The name of the initial registered agent of the corporation at that address is J. E. Leon.

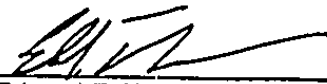
ARTICLE VII

The initial Board of Directors shall consist of one member who shall be Edward F. Tancer, whose address is 11770 U.S. Highway One, North Palm Beach, Florida 33408. The number of directors may be increased or decreased from time to time in the manner provided in the bylaws of the corporation

ARTICLE VIII

The name and address of the incorporator of the corporation is Edward F. Tancer, 11770 U.S. Highway One, North Palm Beach, Florida 33408.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation on October 30, 1996.




Edward F. Tancer, Incorporator

CONSENT OF REGISTERED AGENT
OF
FPL Energy Services II, Inc.

The undersigned J.E. Leon, whose business office is 9250 W. Flagler Street, Miami, Florida 33174 hereby accepts appointment as the initial registered agent of FPL Energy Services II, Inc., and accepts the obligations provided for in Section 607.0505, Florida Statutes.

Dated: October 30, 1996



J.E. Leon
Registered Agent

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