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KENNETH B. GARDNER FRANK H. KILLGORE, JR. KRISTINE R. KUTZ MARK L. ORNSTEIN 201 SOUTH ORANGE AVENUE, SUITE 900 POST OFFICE BOY 1913 ORLANDO, FLORIDA 32802-1913 TELEPHONE: (407) 425-1020 FAX: (407) 839-3635

ATTORNEYS AND COUNSELORS AT LAW

CRAIG S. PEARLMAN T. GREY SQUIRES
MARTIN F, STAMP

1 ALSO MEMBER OF DC & WEST VIRGINIA BAR 2 ALSO MEMBER OF NEW YORK & TEXAS BAR

October 29, 1996

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VIA FEDERAL EXPRESS

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

Re: C.M.B. ENERGY, INC.

Dear Sir:

Enclosed for filing please find an original and one copy of the Articles of Incorporation for the above Corporation and our check in the amount of \$122.50. Please file said Articles of Incorporation and return a certified copy to me.

Your anticipated cooperation in this matter is appreciated. Thank you.

Very truly yours,

KILLGORE, PEARLMAN, GARDNER,

ORNSTEIN & STAMP, P

By: Martin F. Stamp

MFS/bob

Enclosures

NOV 4 1996) BSB

ARTICLES OF INCORPORATION OF C.M.B. ENERGY, INC.

FILED 96 0CT 30 AM 10: 00

SECKE IARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is C.M.B. ENERGY, INC., and its principal place of business and mailing address is 1236 Lamplighter Way, Orlando, Florida 32818.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing on the filing of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of voting common stock having a par value of \$1.00 per share.

ARTICLE V - INITIAL REGISTERED

OFFICE AND AGENT

The street address of the initial registered office of this corporation is 201 South Orange Avenue, Suite 900, Orlando, Florida 32801 and the name of the initial registered agent of this corporation at that address is Martin F. Stamp, Jr.

ARTICLE VII - INCORPORATOR

The name and address of the incorporator is:

CHARLES DOBBINS 1236 Lamplighter Way Orlando, Florida 32818

ARTICLE VIII - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 29^{74} day of October, 1996.

CHARLES DOBBINS Incorporator

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 29th day of October, 1996, by CHARLES DOBBINS, who is personally known to me or who has produced FI Orivers License DISD-159-55-455 as identification and who did take an oath.

NOTARY PUBLIC:

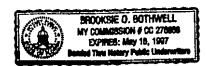
Sign: 6 Morrow 6 Bothwell

Print: 6 coksie 0 Bothwell

State of Florida at large

My Commission Expires:

Commission No.



ACCEPTANCE BY RIGISTERED AGENT

The undersigned, being the person appointed in the foregoing Articles of Incorporation as the registered agent for C.M.B. ENERGY, INC., hereby accepts such appointment this 2954 day of October, 1996, and states that he is familiar with, and accepts, the obligations provided for in Section 607.0505, Florida Statutes.

MARTIN F. STAMP, JR.

