ERT L. TIDWELL

Attorney at Law

10480 STRINGFELLOW ROAD • SUITE 2 • ST. JAMES CITY, FL. 33956 • FAX (941) 283-0747 • (941) 283-8899

November 1, 1996

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Attn: New Filings Section

Gentlemen:

800001996428-****122.50 ****122.50

Enclosed please find the Articles of Incorporation of Southwest Energy Electric Inc. along with a check to cover the cost of this filing.

We appreciate your prompt attention to this matter.

Very truly yours,

Albert L. Tidwell



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

November 7, 1996

ALBERT L. TIDWELL 10480 STRINGFELLOW ROAD SUITE 2 ST. JAMES CITY, FL 33956

SUBJECT: SOUTHWEST ENERGY ELECTRIC, INC.

Ref. Number: W96000023717

We have received your document for SOUTHWEST ENERGY ELECTRIC, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

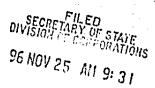
The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6972.

Doris Brown Document Specialist

Letter Number: 796A00051158



ARTICLES OF INCORPORATION OF SOUTHWEST ENERGY ELECTRIC, INC.

- 1. The corporate name for the corporation is: Southwest Energy Electric, Inc.
- 2. The street address of the initial principal office is: 10480 Stringfellow Rd. Suite #2, St. James City, Florida 33956.
- 3. The mailing address of the corporation is: 10480 Stringfellow Rd. Suite #2, St. James City, Florida 33956.
 - 4. The number of shares the corporation is authorized to issue is 500 shares, no par value.
 - 5. There shall be no preemptive rights granted to the shareholders.
- 6. The street address of the corporation's initial registered agent is: 10480 Stringfellow Rd. Suite #2, St. James City, Florida 33956.
 - 7. The name of the corporation's initial registered agent is: Robert V. Elder.
 - 8. The name and address of the incorporator is:

Robert V. Elder 10480 Stringfellow Rd. Suite #2 St. James City, Florida 33956

Robert V. Elder

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPOR. TION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1.	The name of the corporation is: SOUTHWEST ENERGY ELECTRIC, INC.
2.	The name and address of the registered agent and office is:
	ALBERT L. TIDWELL (NAME)
	10490 STRINGFELLOW RD. SUITE #2 (P.O. Box or Mail Drop Box NOT ACCEPTABLE)
	ST JAMES CITY, FLORIDA 33956 (CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Alfret L Feders (SIGNATURE) 11/18/66 (DATE)