Florida Department of State

Division of Corporations Public Access System

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To:

Division of Corporations

Fax Number : (850) 617-6380

From:

Account Name : TECO ENERGY, INC.

Account Number: 076424001012 Phone : (813)228-1431

Fax Number : (813)228-1328

DISSOLUTION OR WITHDRAWAL

PASCO POWER GP, INC.

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PASCO POWER GP, INC.

ARTICLES OF DISSOLUTION

PASCO POWER GP, INC., a Florida corporation, executes the following Articles of Dissolution pursuant to section 607.1403 of the Florida Business Corporation Act:

First:

The name of the corporation as currently filed with the Department of

State is PASCO POWER GP, INC. (the "Corporation").

Second:

The document number of the Corporation is P97000042325.

Third:

The sole shareholder of the Corporation approved the dissolution of the

Corporation on July 20, 2009.

Fourth:

The number of votes cast by the sole shareholder of the Corporation for

dissolution was sufficient for approval.

Executed this 20th day of July, 2009.

D. É. Schwartz Secretary

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SECRETARY OF STATE