



THE UNITED STATES
CORPORATION
COMPANY

P970000 71842

ACCOUNT NO. : 072100000032

REFERENCE : 501313 4351A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : August 19, 1997

ORDER TIME : 10:40 AM

ORDER NO. : 501313-005

CUSTOMER NO: 4351A

CUSTOMER: Ms. Rae J. Wright
HEINRICH GORDON HARGROVE WEIHE
& JAMES, P.A.
Suite 206
140 Royal Palm Way
Palm Beach, FL 33480

800002271408--5
-08/19/97--01067--007
****122.50 ****122.50

DOMESTIC FILING

NAME: HAVANA ELECTRIC COMPANY, INC.

EFFECTIVE DATE:

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: W. Charles Earnest

EXAMINER'S INITIALS:

FILED
97 AUG 19 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
97 AUG 19 PM 12:13
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

OF

HAVANA ELECTRIC COMPANY, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

HAVANA ELECTRIC COMPANY, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

323 Worth Avenue
Palm Beach, Florida 33480

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: one hundred (100) shares.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Peter Matwiczuk, Esq.
Heinrich Gordon Hargrove Weihe & James, P.A.
140 Royal Palm Way, Suite 206
Palm Beach, Florida 33480

FILED

97 AUG 19 PM 2:51

SECRET
TALLAHASSEE, FLORIDA

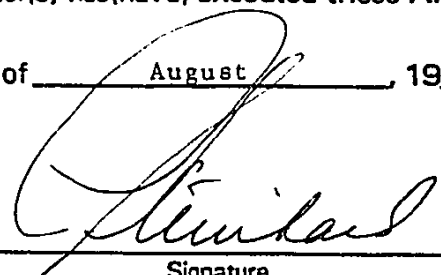
ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

PERCIVAL P. STEINHART
425 Seaspray
Palm Beach, Florida 33480

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

8th day of August, 19 97.

✓ 

Signature

Signature

Signature

**Articles of Incorporation
Filing Fee - \$35**

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, 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: HAVANA ELECTRIC COMPANY, INC.

2. The name and address of the registered agent and office is:

PETER MATWICZYK, ESQ.

(Name)

Heinrich Gordon Hargrove Weihe & James, P.A.

140 Royal Palm Way, Suite 206

(P.O. Box **NOT** acceptable)

Palm Beach, Florida 33480

(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.

SIGNATURE

Peter Matwiczuk

DATE August 12, 1997

FILED
97 AUG 19 PM 2:51
STATE
TALLAHASSEE
FLORIDA

REGISTERED AGENT FILING FEE: \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314