



THE UNITED STATES  
CORPORATION  
COMPANY

P980000061538

ACCOUNT NO. : 072100000032

REFERENCE : 888546 81965A

AUTHORIZATION :

Katricia 1 signature

COST LIMIT : \$ 78.75

ORDER DATE : July 13, 1998

ORDER TIME : 10:16 AM

ORDER NO. : 888546-020

CUSTOMER NO: 81965A

500002586385--8

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

700 Universe Boulevard  
Juno Beach, FL 33408

DOMESTIC FILING

NAME: FPL ENERGY DOSWELL HOLDINGS,  
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUL 13 AM 11:48

98 JUL 13 AM 11:21  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

EFFECTIVE DATE

7/10/98

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUL 13 AM 11:48

**ARTICLES OF INCORPORATION  
OF  
FPL ENERGY DOSWELL HOLDINGS, INC.**

**ARTICLE I**

The name of the corporation is **FPL Energy Doswell Holdings, Inc.**

**ARTICLE II**

This corporation's existence shall become effective as of July 10, 1998.

**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 11760 U.S. Highway One, Suite 600, North Palm Beach, Florida 33408.

**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 11760 U.S. Highway One, Suite 600, 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, 11760 U.S. Highway One, Suite 600, North Palm Beach, Florida 33408.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation on July 10, 1998.

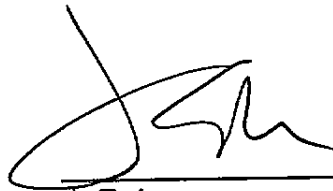
  
Edward F. Tancer, Incorporator

**CONSENT OF REGISTERED AGENT  
OF  
FPL ENERGY DOSWELL HOLDINGS, INC.**

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

Dated: July 10, 1998



J. E. Leon  
Registered Agent