

P9900089997

October 5, 1999

Department of Corporations
P.O. Box 6327
Tallahassee, FL 32301

RE: Articles of Incorporation - ST. JOHN'S RIVER HYDROELECTRIC
AUTHORITY, Inc.

Dear Sir:

Enclosed please find the Articles of Incorporation for
ST. JOHN'S RIVER HYDROELECTRIC AUTHORITY, and a check for \$70.00
for filing the Articles.

Thank you.

Yours truly,

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*****70.00 *****70.00

John C. Englehardt

JCE:sjt
enclosures

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99 OCT -8 AM 7:21
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Added
line to copy name.
Sent my note.

CB
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION OF
ST. JOHN'S RIVER HYDROELECTRIC AUTHORITY, INC.

The undersigned acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

I. The name of the corporation is ST. JOHN'S RIVER HYDROELECTRIC AUTHORITY, INC.

II. The period of its duration is perpetual.

III. The purpose of the corporation is to engage in any activities or business permitted under the laws of the United States, the State of Florida and in such other states as the corporation shall be authorized to do business.

IV. The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares, all of one class, and having no par value.

V. The street address of its registered office, which is also the street address of the principal place of business of the corporation is 1524 E. Livingston St., Orlando, Fl., and the name of its registered agent at 1524 E. Livingston St., Orlando, Fla. is John C. Englehardt, who is a resident of this State.

VI. The affairs of this corporation shall be directed by the stockholders.

VII. This corporation may operate with one (1) person holding all offices of the corporation and performing all duties of each office. There shall be a President, such Vice Presidents as are necessary, one Secretary and one Treasurer. The names, addresses and titles of the initial officers of this corporation shall be as follows, subject to confirmation at the organizational meeting of the initial stockholders.

TITLE	NAME	ADDRESS
President\	Patricia A. Smith	12113 Topaz St.
Secretary		Clermont, Fl.

VIII. The name and address of the incorporator is John C. Englehardt, 1524 E. Livingston St., Orlando, Fl.

IX. Pre-Emptive Rights: Every shareholder, upon the sale for cash of any new stock or treasury stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, the undersigned incorporator has subscribed to these Articles of Incorporation at Orlando, Orange County, Florida this October 5, 1999.

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE me, a Notary Public, in and for the State of Florida at Large, personally appeared John C. Englehardt, who identified himself by Florida Driver's License, and not under oath, acknowledged that he executed the foregoing Articles of Incorporation.

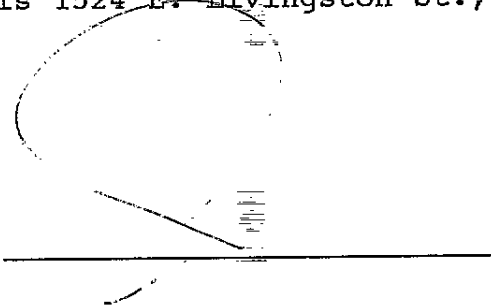
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the county and state last aforesaid this 5th day of October, 1999.


NOTARY PUBLIC



ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, John C. Englehardt, a resident of Florida, have been nominated to be the registered agent for St. John's River Hydroelectric Authority, and hereby accept the appointment as initial registered agent^{INC.}. My address is 1524 E. Livingston St., Orlando, Fl. 32803.



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99 OCT -8 AM 7:21
STATE
OF FLORIDA