

UTILITY REGISTRATION

ORIGINAL

2381 Sanders Road
Northbrook, Illinois 60062-6196
Telephone: 847 498-6340
Facsimile: 847 498-2066

98 NOV 23 PM 10 20
MAIL ROOM

November 18, 1998

Ms. Blanco S. Bayo, Director
Division of Records and Reporting
Florida Public Service Commission
2540 Shomard Oak Blvd.
Tallahassee, FL 32399-0850

**RE: Docket No. 981403-WS
Application for Transfer of Certificate Nos. 469-W and 358-S from Bayside
Utilities, Inc. to Bayside Utility Services, Inc. in Bay County Florida.**

Dear Ms. Bayo:

Enclosed for filing is a copy of the Articles of Incorporation of Bayside Utility Services, Inc.

If you have any questions, please contact me directly.

- ACK _____
- AFA _____
- APP _____
- CAF _____
- CMU _____
- CTR _____
- EAG _____
- LEG /
- LIN _____
- OPC _____
- RCH _____
- SEC /
- WAS /
- OTH _____

Respectfully submitted,



Carl J. Wenz
Vice President, Regulatory Matters

cc: Mr. Ben Girtman (via fax w/o encl.)

DOCUMENT NUMBER-DATE
13243 NOV 23 98
FDC - RECORDS/REPORTING



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 6, 1998

JAMES L. CAMAREN
2335 SANDERS ROAD
NORTHBROOK, IL 60062-6196

The Articles of Incorporation for BAYSIDE UTILITY SERVICES, INC. were filed on November 6, 1998 and assigned document number P98000094407. Please refer to this number whenever corresponding with this office regarding the above corporation.

PLEASE NOTE: COMPLIANCE WITH THE FOLLOWING PROCEDURES IS ESSENTIAL TO MAINTAINING YOUR CORPORATE STATUS. FAILURE TO DO SO MAY RESULT IN DISSOLUTION OF YOUR CORPORATION.

A CORPORATION ANNUAL REPORT MUST BE FILED WITH THIS OFFICE BETWEEN JANUARY 1 AND MAY 1 OF EACH YEAR BEGINNING WITH THE CALENDAR YEAR FOLLOWING THE YEAR OF THE FILING DATE NOTED ABOVE AND EACH YEAR THEREAFTER. FAILURE TO FILE THE ANNUAL REPORT ON TIME MAY RESULT IN ADMINISTRATIVE DISSOLUTION OF YOUR CORPORATION.

A FEDERAL EMPLOYER IDENTIFICATION (FEI) NUMBER MUST BE SHOWN ON THE ANNUAL REPORT FORM PRIOR TO ITS FILING WITH THIS OFFICE. CONTACT THE INTERNAL REVENUE SERVICE TO INSURE THAT YOU RECEIVE THE FEI NUMBER IN TIME TO FILE THE ANNUAL REPORT. TO OBTAIN A FEI NUMBER, CONTACT THE IRS AT 1-800-829-3676 AND REQUEST FORM SS-4.

SHOULD YOUR CORPORATE MAILING ADDRESS CHANGE, YOU MUST NOTIFY THIS OFFICE IN WRITING, TO INSURE IMPORTANT MAILINGS SUCH AS THE ANNUAL REPORT NOTICES REACH YOU.

Should you have any questions regarding corporations, please contact this office at the address given below.

Michelle Milligan, Document Specialist
New Filing Section

Letter Number: 498A00054147

ARTICLES OF INCORPORATION

OF

BAYSIDE UTILITY SERVICES, INC.

FILED
NOV - 9 4 12
CLERK OF CIRCUIT COURT
JUDICIAL CIRCUIT IN AND FOR
THE COUNTY OF FLORIDA

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

ARTICLE I: NAME

The name of the corporation shall be:

Bayside Utility Services, Inc.

ARTICLE II: PRINCIPAL OFFICE

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

Bayside Utility Services, Inc.
200 Weathersfield Avenue
Altamonte Springs, FL 32714

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding is:

1,000 shares common stock at \$1.00 par value

ARTICLE IV: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

CT Corporation System
1200 S. Fine Island Rd.
Plantation, FL 33324

ARTICLE V: INCORPORATOR

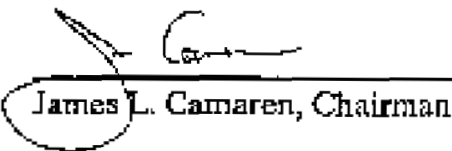
The name and address of the incorporator is:

Utilities, Inc.
Attn: James L. Camaren, Chairman
2335 Sanders Road
Northbrook, IL 60062-6196

The undersigned incorporator has executed these Articles of Incorporation this __ day
September, 1998.

Utilities, Inc.

by:


James L. Camaren, Chairman

