

2335 Sanders Road
Northbrook, Illinois 60062-6196
Telephone 847 498-6440
Facsimile 847 498-2066

October 2, 1997

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

RE: **DOCKET NO. 971220-WS**

Application for Transfer of Certificate Nos. 592-W and 509-S from Cypress Lakes Associates, Ltd. to Cypress Lakes Utilities, Inc. in Polk County Florida.

Dear Ms. Bayo:

Enclosed for filing are an original and 12 copies of Late-filed Exhibit H. This exhibit is the Articles of Incorporation required by Part I, Item E, of the application filed on September 19, 1997, in the above referenced docket.

If you have any questions, please contact me directly.

- ACK _____ Respectfully submitted,
- AFA _____
- APP _____ *Carl J. Wenz*
- CAF _____ Carl J. Wenz
Vice President, Regulatory Matters
- CMU _____
- CTR _____
- EAG _____ cc: Mr. Ben Girtman
- LEG I _____
- LIN _____
- CPC _____
- RCH _____
- SEC I _____
- WAS I _____
- OTH _____

DOCUMENT NUMBER-DATE

10151 OCT-35

FPSC-RECORDS/REPORTING

Cypress Lakes Utilities, Inc.

Application for Transfer of Certificate Nos. 592-W and 509-S from Cypress Lakes
Associates, Ltd. in Polk County Florida.

Docket No. 971220-WS

LATE-FILED EXHIBIT H

Application Part I, Item E

Articles of Incorporation

DOCUMENT NUMBER-DATE
10151 OCT-36
FPSC-RECORDS/REPORTING



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 24, 1997

BEN E. GIRTMAN, ESQ.
1020 E. LAFAYETTE ST., SUITE 207
TALLAHASSEE, FL 32301-4552

The Articles of Incorporation for CYPRESS LAKES UTILITIES, INC. were filed on September 23, 1997 and assigned document number P97000082608. 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.

Wanda Sampson, Document Specialist
New Filing Section

Letter Number: 997A00047245

ARTICLES OF INCORPORATION
OF
CYPRESS LAKES UTILITIES, INC.

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:

Cypress Lakes Utilities, Inc.

ARTICLE II: PRINCIPAL OFFICE

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

Cypress Lakes Utilities, 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:

C T Corporation System
1200 S. Pine Island Rd.
Plantation, FL 33324

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DIVISION OF CORPORATIONS
97 SEP 23 PM 10:48

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 11th day of September, 1997.

Utilities, Inc.

by:


James L. Camaren, Chairman

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement of designation of registered office / registered agent, in the State of Florida.

1. The name of the corporation is: Cypress Lakes Utilities, Inc.
2. The name and address of the registered agent and office is:

(NAME)
C T Corporation System
(COMPANY - IF APPLICABLE)
1200 S. Pine Island Rd.
(P.O. BOX NOT ACCEPTABLE)
Plantation, FL 33324
(CITY/STATE/ZIP)

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DIVISION OF CORPORATIONS
97 SEP 23 PM 10:48

HAVING BEEN NAMED REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED AGENT, I AGREE TO ACT IN THAT 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 Lonnie Bryan

DATE 9/22/97

TONNIE BRYAN
SOCIAL ASSISTANT SECRETARY