
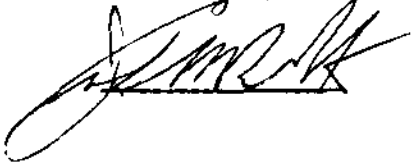
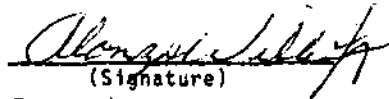


CERTIFICATE OF INCUMBENCY AND AUTHORITY

I, Alonzo Williams Jr., do hereby certify that the person(s) whose name, title, position and signature appears below is duly elected, or appointed, qualified and acting representative of said Corporation and holds on the date of this Certificate the offices set opposite their name, that the signature appearing opposite their name is the genuine signature of the representative; that the representative is duly authorized for and on behalf of said Corporation to execute and deliver any document between said Corporation and the **DEPARTMENT OF TRANSPORTATION, STATE OF FLORIDA** and all agreements and instruments in connection therewith, including without limitation, application for permits and similar documents, and that the execution and delivery of any such document, and all agreements and instruments in connection therewith for and on behalf of said Corporation is not prohibited by or in any manner restricted by the terms of said Corporation's Certificated of Incorporation, its by-laws, or of any loan agreement, indenture or contract to which said Corporation is a party or under which it is bound. I do further certify that the foregoing authority shall remain in full force and effect, and said **DEPARTMENT OF TRANSPORTATION, STATE OF FLORIDA** shall be entitled to reply upon same, until written notice of the modification, rescission or revocation of same, in whole or in part, has been delivered to said **DEPARTMENT OF TRANSPORTATION, STATE OF FLORIDA** but no such modification, rescission or revocation shall, in any event, be effective with respect to any documents executed or actions taken in reliance upon the foregoing authority prior to the delivery to said **DEPARTMENT OF TRANSPORTATION, STATE OF FLORIDA** written notice of said modification, rescission or revocation. Lake Apopka Natural Gas hereby waives the company seal on all documents signed by the representative, and agrees to be bound as fully as if the company seal were affixed. Attached is a corporative action or resolution to this effect.

| NAME(S) OF REPRESENTATIVE | TITLE(S) OF REPRESENTATIVE | POSITION(S) OF REPRESENTATIVE | SIGNATURE(S) OF REPRESENTATIVE |
|------------------------------|-------------------------------|----------------------------------|---|
| <u>George F Crabtree</u> | <u>President</u> | <u>Same</u> |  |
| <u>Julian M Roberts</u> | <u>General Mgr.</u> | <u>Same</u> |  |

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Corporation this 10th day of January 1991.



 (Signature)
 Secretary

 (Title)

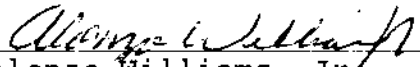
ATTEST: _____

CERTIFICATE OF ACTION TAKEN

I, Alonzo Williams, Jr., as secretary of Lake Apopka Natural Gas District, hereby certify that the Board of Directors of said District at their regular meeting held December 21, 1990, took the following action with respect to designating authorized signatories for D.O.T. documents as stated in the following excerpt, to wit:

"Mr. Rhodes stated that the Department of Transportation (D.O.T.) has requested a certificate from the District authorizing certain individuals to execute documents on behalf of the District. Upon motion by Mr. Sargent, seconded by Mayor Spears and carried, the Board designated Mr. Julian M. Roberts, as General Manager, OR Mr. George F. Crabtree, as President, as authorized signatories on D.O.T. documents."

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Corporation this 10th day of JANUARY, 1991.



Alonzo Williams, Jr.
Secretary _____