

853261



ACCOUNT NO. : 072100000032

REFERENCE : 652944 7111016

AUTHORIZATION :

COST LIMIT : \$ 35.00

*Patricia Pygott*

ORDER DATE : December 30, 1997

ORDER TIME : 2:01 PM

ORDER NO. : 652944-020

800002394778--3

CUSTOMER NO: 7111016

CUSTOMER: Ms. Audra McClellan  
Southern Company Services,  
Suite 2000  
270 Peachtree Street  
Atlanta, GA 30303

RECEIVED  
98 JAN -8 PM 3:35  
DIVISION OF CORPORATION

FOREIGN FILINGS

NAME: SOUTHERN ENERGY, INC.

FILED STATE  
SECRETARY OF CORPORATIONS  
98 JAN -8 PM 4:38

PROFIT  CORPORATE  
 NON-PROFIT  LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
 PLAIN STAMPED COPY  
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

*Corrected date  
in # 4 - Notified  
CSC - (30)*

*Name  
change  
1/8/98  
(30)*

**PROFIT CORPORATION**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN -8 PM 4:39

**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE  
AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)

**SECTION I**

(1-3 must be completed)

- 1. Southern Energy, Inc.  
Name of corporation as it appears on the records of the Department of State.
- 2. Delaware  
Incorporated under the laws of
- 3. June 24, 1982  
Date authorized to do business in Florida

**SECTION II**

(4-7 complete only the applicable changes)

- 4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? December 13, 1997

- 5. Southern Energy Resources, Inc.  
Name of corporation after the amendment, adding suffix "corporation", "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

- 6. If the amendment changes the period of duration, indicate new period of duration.

\_\_\_\_\_  
New Duration

- 7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

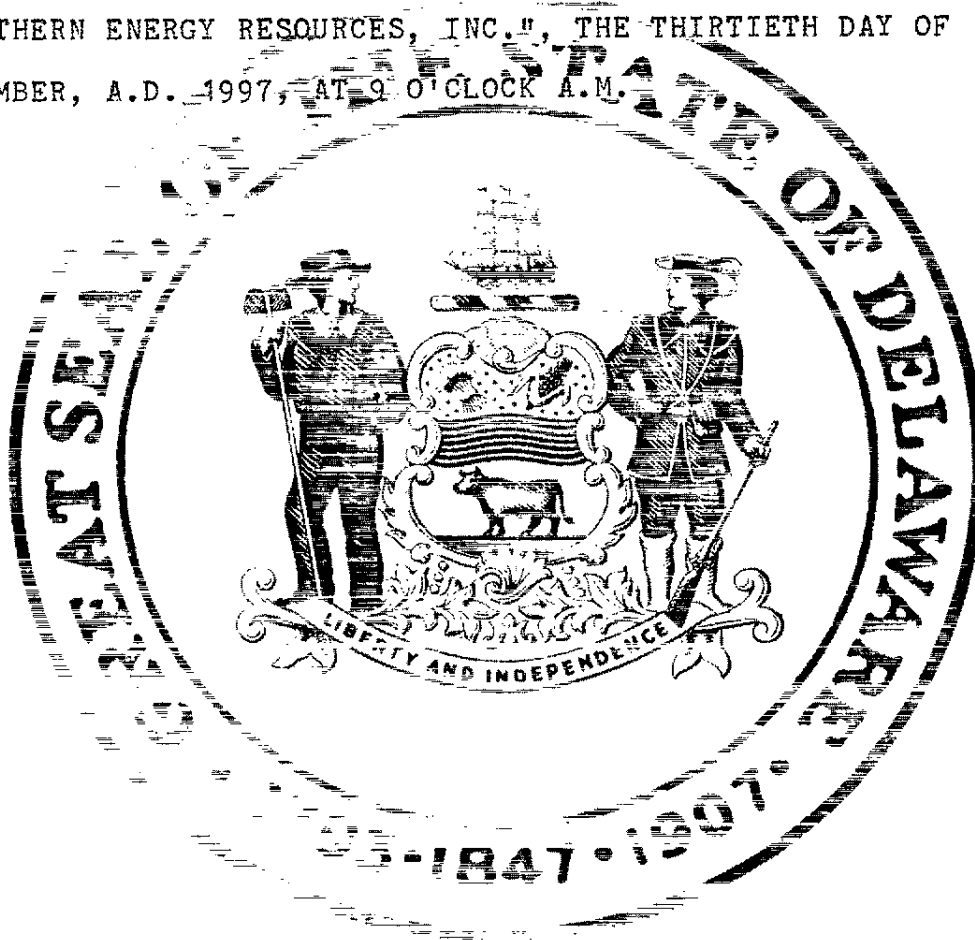
\_\_\_\_\_  
New Jurisdiction

Patricia L. Roberts  
Signature  
Patricia L. Roberts  
Typed or printed name

December 22, 1997  
Date  
Assistant Secretary  
Title

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "SOUTHERN ENERGY, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "SOUTHERN ENERGY RESOURCES, INC.", THE THIRTIETH DAY OF DECEMBER, A.D. 1997, AT 9 O'CLOCK A.M.



*Edward J. Freel*

Edward J. Freel, Secretary of State



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981002992

AUTHENTICATION: 8848015

DATE: 01-05-98