FILE ON OR BEFORE DECEMBER 31, 1998 OR LIMITED PARTNERSHIP WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP ANNUAL REPORT 1999



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State DIVISION OF CORPORATIONS

FILED

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DOCUMENT# 1. Name of Limited Partnership SECRETARY OF STATE TALLAHASSEE, FLORIDA A31440 CEDAR BAY GENERATING COMPANY, LIMITED PARTNERSHIP 3. Date Formed or Registered 5a. Capital Contributions as Shown on record. Mailing Address Principal Office Address P. O. BOX 26324 9694 EASTPORT ROAD 04/17/1991 \$1,600,020.00 3a. Date of Last Report JACKSONVILLE FL 32226 JACKSONVILLE FL 32218 12/30/1997 5b. Amount of Capital Contributions in FLORIDA to date: 4. State or Country of Formation 2. Mailing Address 2a. Principal Office Address \$ 1,600,020,00 Suite, Apt. #, etc. Suite, Apt. #, etc. 6. FEI Number Applied For Not Applicable 52-1791289 City & State City & State 7. Certificate of Status Desired \$8.75 Additional Fee Required K Country Zip Country Zio 8 Make check payable to: Dept. of State (See reverse side for fee information) 9. Name and Address of Current Registered Agent 10. If changed, new Registered Agent/Office THE PRENTICE-HALL CORPORATION SYSTEM, INC. Street Address (P.O. Box Number is Not Acceptable) 1201 HAYS STREET SUITE 105 Suite, Apt. #, etc. *TALLAHASSEE FL 32301 Zip Code FL 10a. Pursuant to the provisions of sections 620.1051 and 620.192, Florida Statutes, the above-named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by its general partner(s). I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of section 620.192, Florida Statutes. SIGNATURE (Registered Agent Accepting Appointment) DATE A GENERAL PARTNER THAT IS A CORPORATION. LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE. Address of Each General Partner Registration/ 11a. (Do NOT Use Post Office Box Numbers) 11, Name(s) of General Partner(s) City, State & Zip Code 11c. Document Number CR2E003 (8/98 CEDAR BAY COGENERATION, INC. 444 MARKET STREET, 19 SAN-FRANCISCO CA-9411 P33621 7500 old Georgatown Rd 13th Fl. Bethesda, NO 20814 CEDAR II POWER CORPORATION **50 BEALE STREET** SAN FRANCISCO CA 9410 F93000001526 300002740943--9 -01/14/89--01011--016 *****53\$.00 *****53\$.00 General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner. 22. I do nereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under eath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by chapter 620, Florida Statutes. CICNIATION

SIGNATUR	⊑ ——
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Typed or Printed Name of General Partner Signing Form

Daytime Telephone Number