

# 2000 UNIFORM BUSINESS REPORT (UBR)

**FILED**

00 JUN 30 AM 8:38

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*aa 6/30*

DO NOT WRITE IN THIS SPACE

DOCUMENT # F00000001049

1. Entity Name  
**Azurix North America (USA), Inc.**

Principal Place of Business      Mailing Address  
**1400 Smith Street                      SAME**  
**Houston, Texas 77002**

2. Principal Place of Business      3. Mailing Address  
**Same - See Above                      Same - See Above**

Suite, Apt. #, etc.                      Suite, Apt. #, etc.  
City & State                              City & State

Zip      Country                      Zip      Country

4. FEI Number  
**98-0165920**      Applied For / Not Applicable

5. Certificate of Status Desired  **\$8.75** Additional Fee Required

6. Name and Address of Current Registered Agent  
**CT Corporation System**  
**1200 South Pine Island Road**  
**Plantation, FL 33324**

7. Name and Address of New Registered Agent  
Name  
Street Address (P.O. Box Number is Not Acceptable)  
City      **FL**      Zip Code

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE \_\_\_\_\_  
Signature, typed or printed name of registered agent and title if applicable.      (NOTE: Registered Agent signature required when reinstating)      DATE

9. This corporation is eligible to satisfy its Intangible Tax filing requirement and elects to do so. (See criteria on back)

**FILE NOW!!! FEE IS \$150.00**  
**After MAY 1, 2000 Fee will be \$550.00**  
**Make Check Payable to Department of State**

10. Election Campaign Financing Trust Fund Contribution.  **\$5.00** May Be Added to Fees

11. OFFICERS AND DIRECTORS		12. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	Director James V. Derrick, Jr. 1400 Smith Street Houston, Texas 77002 <input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	Director John C. Ale 1400 Smith Street Houston, Texas 77002 <input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	Director J. Michael Anderson 1400 Smith Street Houston, Texas 77002 <input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	ATTACHED HERETO - COMPLETE LIST OF OFFICERS  <b>LS</b>
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<b>800003310478</b> <input type="checkbox"/> Change <input type="checkbox"/> Addition <b>-07/03/00--01001--005</b> <b>****150.00 ****150.00</b>

CR2E034 (9/99)

13. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 11 or Block 12 if changed, or on an attachment with an address, with all other like empowers.

SIGNATURE: *Norma A. Tidrow*      6/23/00      (713) 646-6001  
Norma A. Tidrow, Secretary      Date      Daytime Phone #

**Azurix North America (USA), Inc.**  
**(formerly known as Philip Utilities Management (Delaware) Corporation)**  
**Florida Document No.:F00000001049**

The Directors and Officers listed below constitutes the entire slate of directors officers of Azurix North America (USA), Inc. as of June 23, 2000. The business address of all the officers listed below is **1400 Smith Street, Houston, Texas 77002.**

**DIRECTORS:**

John C. Ale  
James V. Derrick, Jr.  
J. Michael Anderson

**OFFICERS NAME and TITLE:**

John M.Stokes – President  
R. Laird Smith – Vice President  
G. Stanley Spencer – Vice President  
David Williams – Vice President  
Andrea Mainelli – Vice President  
John C. Ale – Vice President  
Amanda Martin – Vice President  
David Glassford – Treasurer  
Norma A. Tidrow – Secretary  
Stephen M. Brooke – Assistant Secretary  
Kate B. Cole – Assistant Secretary  
Geneva K. Holland – Assistant Secretary  
Elaine V. Overturf – Deputy Corporate Secretary