

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

PROFIT CORPORATION ANNUAL REPORT 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
 Secretary of State
 DIVISION OF CORPORATIONS

FILED

98 JAN 20 AM 9:50

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA



DOCUMENT # F97000002962 (5)

1. Corporation Name
TRANSCANADA ENERGY LTD. CORP.

Principal Place of Business: 237 4TH AVE SW STE 3400 CALGARY AL CANADA
 Mailing Address: 237 4TH AVE SW STE 3400 CALGARY AL CANADA

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified: **06/06/1997**

4. FEI Number: **98-0165138**

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

6. Election Campaign Financing Trust Fund Contribution: \$5.00 May Be Added to Fees

8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. Yes No

2. Principal Place of Business (21-24) and 2a. Mailing Address (25-30) fields with sub-fields for Suite, Apt. #, City & State, Zip, and Country.

9. Name and Address of Current Registered Agent: CORPORATION SERVICE COMPANY, 1201 HAYS ST, TALLAHASSEE FL 32301

10. Name and Address of New Registered Agent (81-85) fields.

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation 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 the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE: _____ DATE: _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	VD	1.1 TITLE	Vice-President, Planning
NAME	BECKER, STEVE D	1.2 NAME	Lori Bondar
STREET ADDRESS	22 BRITANNIA DRIVE SW	1.3 STREET ADDRESS	3400, 237 - 4th Avenue S.W.
CITY-ST-ZIP	CALGARY AB CANADA	1.4 CITY-ST-ZIP	Calgary, Alberta, Canada T2P 5A4
TITLE	VD	2.1 TITLE	Director & President
NAME	BENNETT, GRAHAM R	2.2 NAME	Stephen Letwin
STREET ADDRESS	322 38TH AVE SW	2.3 STREET ADDRESS	16945 Northchase Drive, Ste. 1200
CITY-ST-ZIP	CALGARY AB CANADA	2.4 CITY-ST-ZIP	Houston, Texas 77060
TITLE	VD	3.1 TITLE	
NAME	BROWN, EDWARD J	3.2 NAME	See attached for complete list of
STREET ADDRESS	116 PARKVIEW GREEN SE	3.3 STREET ADDRESS	Officers and Directors
CITY-ST-ZIP	CALGARY AB CANADA	3.4 CITY-ST-ZIP	
TITLE	D	4.1 TITLE	
NAME	COUPER, GAVIN J	4.2 NAME	
STREET ADDRESS	908 RIVERDALE AVE SW	4.3 STREET ADDRESS	600002404116--6
CITY-ST-ZIP	CALGARY AB CANADA	4.4 CITY-ST-ZIP	
TITLE	VD	5.1 TITLE	
NAME	FITZOWICH, JIM	5.2 NAME	
STREET ADDRESS	73 RIVERWOOD CL SE	5.3 STREET ADDRESS	
CITY-ST-ZIP	CALGARY AB CANADA	5.4 CITY-ST-ZIP	
TITLE	VD	6.1 TITLE	
NAME	HODGINS, ROBERT B	6.2 NAME	
STREET ADDRESS	PO BOX 49 SITE 22 RR 12	6.3 STREET ADDRESS	
CITY-ST-ZIP	CALGARY AB CANADA	6.4 CITY-ST-ZIP	

14. 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 annual report or supplemental annual 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 procure this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: Edward Brown, V.P. Corporate Jan. 15, 1998 (403)213-3100

CR2E034 (10/97)

TransCanada Energy Ltd. Officer and Director Information

Personal Information Re: Officers and Directors			
Name	Title	Work Address	SSN or SIN
Steve D. Becker	Sr. V.P., Mktg. Bus. Dev.	3400, 237 - 4th Ave. S.W. Calgary, AB, Canada T2P 5A4	SIN: 608-074-373
Lori Bondar	Vice-President, Planning	3400, 237 - 4th Ave. S.W. Calgary, AB, Canada T2P 5A4	SIN: 642-984-057
Edward J. Brown	Vice-President, Corporate	3400, 237 - 4th Ave. S.W. Calgary, AB, Canada T2P 5A4	SIN: 453-339-244
Gavin J. Couper	Director	111 - Fifth Avenue S.W. Calgary, AB, Canada T2P 4K5	SIN: 448-868-919
Mark Brown	V.P. Mktg. (NE Region)	3400, 237 - 4th Ave. S.W. Calgary, AB, Canada T2P 5A4	SIN: 116-006-875
Jack A. Davey	Vice-President, Crude Oil & Ref. Prods.	3400, 237 - 4th Ave. S.W. Calgary, AB, Canada T2P 5A4	SIN: 620-900-019
Erin Delsing	Vice-President, Western U.S. Mktg.	3400, 237 - 4th Ave. S.W. Calgary, AB, Canada T2P 5A4	SIN: 633-502-810
Jim Fitzowich	Vice President, Marketing	3400, 237 - 4th Ave. S.W. Calgary, AB, Canada T2P 5A4	SIN: 634-313-332
Russell Girling	Senior Vice-President, Power	3400, 237 - 4th Ave. S.W. Calgary, AB, Canada T2P 5A4	SIN: 631-988-490
Finn Grefflund	General Manager Power Gen Dev & Op.	TransCanada Pipelines 55 Yonge Street, 8th Floor Toronto, Ont. Canada M5E 1J4	SIN: 433 811 809
Mark L. Himmelspach	Senior Vice-President, Product Dev.	3400, 237 - 4th Ave. S.W. Calgary, AB, Canada T2P 5A4	SIN: 628-164-832
Robert B. Hodgins	Director & Vice-President	111 - Fifth Avenue S.W. Calgary, AB, Canada T2P 4K5	SIN: 431-329-762
Joel Johnson	Senior Vice-President, Supply	3400, 237 - 4th Ave. S.W. Calgary, AB, Canada T2P 5A4	SIN: 455-261-511
Frank Kelton	Vice-President, Canadian Marketing	3400, 237 - 4th Ave. S.W. Calgary, AB, Canada T2P 5A4	SIN: 243-978-442
Phillip Knoll	Vice-President	111 - Fifth Avenue S.W. Calgary, AB, Canada T2P 4K5	SIN: 114-685-928
Stephen Letwin	Director & President Petro. Group	4 Greenspoint Plaza, Suite 1200 16945 Northchase Drive Houston, Texas 77060	SIN: 450-445-788 SSN: 637-54-0065
Mark Livingstone	Vice-President Power Marketing	4 Greenspoint Plaza, Suite 1200 16945 Northchase Drive Houston, Texas 77060	SIN: 458-438-892 SSN: 508-278-123
Allson T. Love	Assistant Secretary	111 - Fifth Avenue S.W. Calgary, AB, Canada T2P 4K5	SIN: 619-768-062
Michael McCleish	General Mgr. OSP	1575 Sherman Road Harrisville, RI 02830	SSN: 401-568-9550



ACCOUNT NO. : 072100000032
 REFERENCE : 672312 4326296
 AUTHORIZATION : *Kurt Halverson*
 COST LIMIT : \$ 150.

ORDER DATE : January 16, 1998
 ORDER TIME : 1:20 PM
 ORDER NO. : 672312-025
 CUSTOMER NO: 4326296
 CUSTOMER: Ms. Laurie Mann
 Transcanada Energy Ltd.
 3400, 237-4th Avenue, S.w.
 Calgary, Albert, AB T2P5A4

ANNUAL REPORT FILING

NAME: TRANSCANADA ENERGY LTD. CORP.

XX ANNUAL REPORT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Bo R. Bodha

EXAMINER'S INITIALS: _____

RECEIVED
 98 JAN 20 AM 8:44
 DIVISION OF CORPORATION