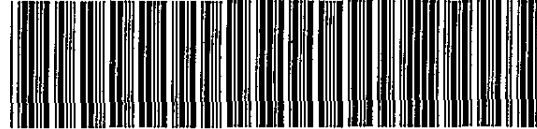


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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only

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**FILED**  
04 FEB 26 PM 12:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Denise A. Millovitch  
Assistant to the  
Corporate Secretary  
702 North Franklin Street  
Tampa, Florida 33602  
Direct: (813) 228-1431  
Fax: (813) 228-1328

February 26, 2004

**Via Federal Express**

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

Re: Foreign Qualifications

Dear Sir or Madam:

Enclosed are good standing certificates and applications (in duplicate original) for authorization to transact business in Florida for the following entities:

Union Power I, LLC (general partner of Union Power Partners, L.P.)  
UPP Finance Co, LLC  
Panda Gila River I, LLC (general partner of Panda Gila River, L.P.)  
Trans-Union Interstate I, LLC (general partner of Trans-Union Interstate Pipeline, L.P.)  
Union Power Partners, L.P.  
Panda Gila River, L.P.  
— Trans-Union Interstate Pipeline, L.P.

Designation of registered agent and certificate of status fees are included in the fees paid for each entity. Please forward the certificates of status to me at the address listed above. I have enclosed a return Federal Express envelope for your convenience.

If you have any questions, please call me at (813) 228-1431.

Very truly yours,

  
Denise A. Millovitch  
Paralegal

Enclosures

APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR  
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

FILED

04 FEB 26 PM 12:55

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. Trans-Union Interstate Pipeline, L.P.

(Name of limited partnership as it is in the home state)

2. TUI, LTD

(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida;  
must contain the word "LIMITED" or "LTD.")

3. Delaware

(State of Formation)

4. September 7, 1999

(Date of Formation)

5. David E. Schwartz

(Name of Registered Agent for Service of Process)

6. 702 N. Franklin Street

(Street Address of Registered Office)

Tampa

(City)

Florida

33602

(Zip Code)

7. Acceptance by the Registered Agent for Service of Process:



(Agent must sign on this line)

8. 1209 Orange Street

Wilmington, DE 19801

(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

Trans-Union Interstate I, LLC

702 N. Franklin Street

Tampa, Florida 33602

10. 702 N. Franklin Street, Tampa, Florida 33602

(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

12. Trans-Union Interstate II, LLC, 702 N. Franklin Street, Tampa, Florida 33602

**FILED**

04 FEB 26 PM 12:55

(Mailing Address of Limited Partnership)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 20th day of February, 2004

[Signature]  
General Partner

STATE OF Florida

COUNTY OF Hillsborough

On this 20th day of February, 2004

John T. Duff, Manager of the General Partner, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of \_\_\_\_\_

[Signature]  
(Notary Public Signature)

Denise A. Millovitch

(Notary's Printed Name)

Denise A. Millovitch

My Commission DD067726

Expires December 07 2006

Seal

My Commission Expires: \_\_\_\_\_

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED  
PARTNERSHIP**

**FILED**

BEFORE ME the undersigned personally appeared John T. Duff, Mgr, Trans-Union Interstate I, LLC  
a general partner of Trans-Union Interstate Pipeline, L.P., a (an) Delaware  
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

04 FEB 26 PM 12:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The amount of capital contributions of the limited partners is \$ 0.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 0.

*Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.*

Signed this 26th day of February, 2004

  
\_\_\_\_\_  
General Partner

STATE OF Florida

COUNTY OF Hillsborough

On this 26th day of February, 2004,

John T. Duff, Mgr, Trans-Union Interstate I, LLC, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of \_\_\_\_\_

  
\_\_\_\_\_  
(Notary Public Signature)

Denise A. Millovitch  
(Notary's Printed Name)



Denise A. Millovitch  
My Commission DD067726  
Expires December 07 2006

Seal

My Commission Expires: \_\_\_\_\_

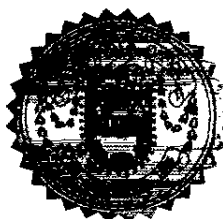
# Delaware

PAGE 1

## *The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TRANS-UNION INTERSTATE PIPELINE, L.P." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SIXTH DAY OF JANUARY, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2890419

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DATE: 01-26-04