

Document Number

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CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
Fax 850 222 7615
Attn: Jeff Netherton

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*****70.00 *****70.00

CORPORATION(S) NAME

Enron Consolidated Construction Company

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<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____
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06/27/00

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 JUN 27 AM 10:54

RECEIVED

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:

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1. Enron Consolidated Construction Company
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION", or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware
(State or country under the law of which it is incorporated)
3. applied for
(FEI number, if applicable)
4. May 17, 2000
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 1400 Smith Street, Houston, Texas 77002
(Current mailing address)
8. To engage in engineering/construction projects and related services.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: C T Corporation System
Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)

10. Registered agent acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

C T Corporation System

Jennifer J. McBurnett
(Registered agent's signature) (Officer)

Jennifer J. McBurnett

(Type Name and Title of Officer)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Teresa A. Callahan
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Teresa A. Callahan, Assistant Secretary
(Typed or printed name and capacity of person signing application)

DEPARTMENT OF REVENUE
DIVISION OF CORPORATIONS
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Directors, Officers Report

Enron Consolidated Construction Company (ELEQ1/FUEL/CNEN)

06/26/2000

DIRECTORS

James V. Derrick, Jr.# Director
Primary Address: Enron Corp.
P.O. Box 1188
Houston, Texas 77251-1188
Street: 1400 Smith

Lawrence L. Izzo Director
Primary Address: Enron Corp.
1400 Smith Street
Houston, Texas 77002

Keith P. Marlow Director
Primary Address: Enron Corp.
1400 Smith Street
Houston, Texas 77002

Stephen J. Reistetter, Jr. Director
Primary Address: Enron Corp.
1400 Smith Street
Houston, Texas 77002

OFFICERS

Lawrence L. Izzo Chairman,CEO, President
Primary Address: Enron Corp.
1400 Smith Street
Houston, Texas 77002

Robert J. Hermann# Managing Director and General Tax Counsel
Primary Address: Enron Corp
P. O. Box 1188
Houston, Texas 77251-1188
Street: 1400 Smith Street EB4918

Lawrence E. Reynolds Senior Vice President, Project Development
Primary Address: Enron Cogeneration Company
P. O. Box 1188
Houston, Texas 77251-1188

Gareth W. Walters Senior Vice President, Engineering & Construction- Power Plants, Europe
& Middle East
Primary Address: Enron Corp.
1400 Smith Street
Houston, Texas 77002

Richard K. Westfahl Senior Vice President, Project Management
Primary Address: Enron Corp.
1400 Smith Street
Houston, Texas 77002

Dennis J. Alexander Vice President, Engineering

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Enron Consolidated Construction Company (ELEQ1/FUEL/CNEN)

Primary Address:	Enron Corp. 1400 Smith Street Houston, Texas 77002	
Nigel Carling		Vice President, Industrial Process Plants
Primary Address:	Enron Corp. 1400 Smith Street Houston, Texas 77002	
Angus H. Davis*#		Vice President and Secretary
Primary Address:	Enron Corp. 1400 Smith Street Houston, Texas 77002	
Cullen A. Duke		Vice President, Tax
Primary Address:	Enron Corp. 1400 Smith Street Houston, Texas 77002	
Ben F. Glisan, Jr.		Vice President, Finance and Treasurer
Primary Address:	Enron Corp. 1400 Smith Street Houston, Texas 77002	
Keith P. Marlow		Vice President and Chief Financial Officer
Primary Address:	Enron Corp. 1400 Smith Street Houston, Texas 77002	
Jerry D. Martin*		Vice President, Pipelines and Processing Plants
Primary Address:	Enron Corp. P.O. Box 1188 Houston, Texas 77251-1188 Street: 1400 Smith	
Robert A. Zanetti		Vice President, Engineering & Construction - Power Plants, Americas and Asia
Primary Address:	Enron Corp. 1400 Smith Street Houston, Texas 77002	
John W.V. Schwartzenburg		General Counsel
Primary Address:	Enron Corp. 1400 Smith Street Houston, Texas 77002	
Elaine V. Overturf#		Deputy Corporate Secretary
Primary Address:	Enron Corp. P. O. Box 1188 Houston, Texas 77251-1188 Street: 1400 Smith Street EB4844	
Teresa A. Callahan		Assistant Secretary
Primary Address:	Enron Corp. 1400 Smith Street Houston, Texas 77002	
Kate B. Cole#		Assistant Secretary
Primary Address:	Enron Corp. P.O. Box 1188	

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SECRETARY OF CORPORATIONS
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Enron Consolidated Construction Company (ELEQ1/FUEL/CNEN)

Houston, Texas 77251-1188
Street: 1400 Smith Street

Geneva K. Holland**

Assistant Secretary

Primary Address:

Enron Corp.
1400 Smith
Houston, Texas 77002

Tanya R. Sanford

Assistant Secretary

Primary Address:

Enron Corp.
1400 Smith Street
Houston, Texas 77002

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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ENRON CONSOLIDATED CONSTRUCTION COMPANY" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF MAY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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DIVISION OF CORPORATIONS
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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

0451992

DATE:

05-22-00