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Dynegy CLEC Communication	ons, Inc.	
Profit	() A J (() » «
- 1	() Amendment	() Merger
() Nonprofit Foreign	() Dissolution/Withdrawal	() Monte
4-Foreign	() Reinstatement	() Mark
() Limited Partnership	() Annual Report	() Other
() LLC	() Name Registration	() Change of RA
CALLE	() Fictitious Name	() UCC
() Certified Copy	() Photocopies	() CUS
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() Call When Ready	() Call If Problem	() After 4:30
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Name	12/21/00	Order#: 3468303
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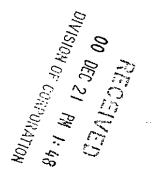
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660 East Jefferson Street Tallahassee, FL 32301 Tel. 850 222 1092 Fax 850 222 7615

CORPORATION(S) NAME



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.

(Name of	of corpor		n language as will cl	early	ED", "COMPANY", "CORPORATION" or vindicate that it is a corporation instead of a present.)	
2. Delawai	re			3.	Applied for	
		y under the law of whi	ch it is incorporated)	(FEI number, if applicable)	
4. 12/11/2	000			· 5.	Perpetual	
		e of incorporation)			(Duration: Year corp. will cease to exist or "perpetual")	
6. upon	gual	ification				
(Date fire	st transa	cted business in Floric	a. If corporation has	s not	transacted business in Florida, insert "upon qualification."), 607.1502 and 817.155, F.S.)	
		·		1201	, 007.1302 and 617.133, F.S.)	
7. 1000 Lo	ouisiana	Suite 5800, Houston	, TX 77002 (Principal office	add	rece\	
			(r imcipai office	auu	teas;	
same			(Current mailing	add	ress)	
			(,	-	
8 communications network provider						
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)						
9. Name	and <u>str</u>	eet address of Flor	ida registered age	ent:	(P.O. Box or Mail Drop Box NOT_acceptable)	
N	ame:	C T Corporation Syste	em ·			
		1000 0 1 7 7 7 7	15. 1			
Office Ad	dress:	1200 South Pine Islan	id Road			
		Plantation			, Florida 33324 (Zip code)	
		(City)	1		(Zip code)	
Having be designated further ag	een nar d in thi gree to	s application, I here comply with the pro	by accept the appo visions of all statu	oint ites :	ice of process for the above stated corporation at the place ment as registered agent and agree to act in this capacity. I relative to the proper and complete performance of my of my position as registered agent.	
		СТС	orporation System	\.	KIRK HOOD	
	By:		(1)	X	ASSISTANT SECRETARY	
	-4	<u> </u>	(Registered ager	nt's s	ionafure)	

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 business addresses of officers and/or directors:

A. DIRECTORS	
Chairman: Please see attached list.	
Address:	
Vice Chairman:	
Address:	
	· · ·
Director:	
Address:	- who will all the
	 ,
Director:	
Address:	
	
B. OFFICERS	
President: Please see attached list.	
Address:	- : ::
	· · · ·
Vice President:	
Address:	
Secretary:	
Address:	
Treasurer:	 ,
Address:	
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.	
13. Man M. Bapale	·
13. Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)	
14. Lisa M. Lynch, Asst. Secretary (Typed or printed name and capacity of person signing application)	· · · ·
(Typed or printed name and capacity of person signing application)	

Names and business addresses of officers and directors:

Name	Business Address
Mark J. Stubbe, President	1000 Louisiana, Suite 5800 Houston, TX 77002
Kenneth E. Randolph, Director,	1000 Louisiana, Suite 5800 Houston, TX 77002
Robert D. Doty, Jr., CFO, Director, SVP	1000 Louisiana, Suite 5800 Houston, TX 77002
Gene Foster, Vice President - Taxation	1000 Louisiana, Suite 5800 Houston, TX 77002
Lisa Q. Metts, Vice President, Secretary	1000 Louisiana, Suite 5800 Houston, TX 77002
Lisa M. Lynch, Assistant Secretary	1000 Louisiana, Suite 5800 Houston, TX 77002
David A. Bryson, Assistant Secretary	1000 Louisiana, Suite 5800 Houston, TX 77002
Darin Inglish, Assistant Secretary	1000 Louisiana, Suite 5800 Houston, TX 77002

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 "DYNEGY CLEC COMMUNICATIONS, INC."

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 FIFTEENTH DAY OF
DECEMBER, A.D. 2000.

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

Edward J. Freel, Secretary of State

AUTHENTICATION: 0859335

DATE: 12-15-00

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