FOR PROFIT CORPORATION **UNIFORM BUSINESS REPORT (UBR)**

SIGNATURE:

FILED May 02, 2002 8:00 am Secretary of State 05-02-2002 90100 027 ***150.00

			•	03-02-2002 9	0100 027 130.00
DOCU	UMENT# F0100000	0469			
Enron Telecommunications, Inc.				6442	Z-4
	DO NOT WRITE	INTHIS SE	PAGE		
2. Principal	I Place of Business D. Sm. I Th. St.	3. Mailing Address 40 1650 Ha	er en er felt fog fan de en		
Suite, Apt. #, etc.		Suite, Apt. #, etc.		DO NOT WRITE IN THIS SPACE	
City & Sta	ate	Suite 100 City & State			
Hou	iston, Texas	Sugar La	nd, Texas	4. FEI Number 93-1287862	Applied For Not Applicable
Zip 7700	Country U.S.A.	Zip 77478	Country U·S.A.	5. Certificate of Status Desired	\$8.75 Additional Fee Required
2004		State of the state	4.51	7. Name and Address of Current Register	
	DO NOT W	olite:	Name Nation	ial Registered Agents.	Toc
			Street Address (P.O. Box Number is Not Acceptable)	
	IN THIS SP	ACE,	E 21		
	grand arterior med care in a superior and a superio		City	East Park Avenue	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.					
	- I manufacturing successions for	are purpose or changing its i	registered onice or register	ed agent, or both, in the State of Florida.	
SIGNATURE					
	Signature, typed or printed name of registered agent ar	of harms and the analysis of the said	Registered Agent signature required	when reinstating) DATE	
	poration is eligible to satisfy its Intangible requirement and elects to do so.	After May	y 1 Fee is \$150:001 3 Fee is \$550.00 UBR is \$6125	10. Election Campaign Financing	\$5.00 мау Ве
	eria on back)	Amended Make Check Payabi	UBRUS \$61 25 Expension of State	Trust Fund Contribution,	Added to Fees
11.	OFFICERS AND D		THE PAGE 18 TO SEE		
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STREET ADDRESS	Raymond M. Boven, J.	•	STREET ADDRESS		
CITY-ST-ZIP	Houston, Texas 77	200	Crty-St-zip		(F. F. F
TITLE NAME	64		ATITLE NAME		Z
STREET ADDRESS	Edward 5. Smida 1400 Smithst.		STREET ADDRESS		Maria de la Carlo de la Ca La Carlo de la
CITY-ST-ZIP	Houston, Texas 77002		CITY ST-7IP	医电子间分别性 美国克尔 医克尔氏病	
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CITY-ST-ZIP	Houston, Texas 77	٥02	CITY STYZE 1 (2)	DO NOT WR	
TITLE NAME	A5		mic c	IN THIS SPA	@E striction
STREET ADDRESS	Kate B. Cole 1400 smith St.		NAME STREET ADDRESS		
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TITLE				The second secon	
NAME Street address			NAME STREET ADDRESS		
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of the cor	rporation or the receiver or trustee empor	vered to execute this report	ne exemption stated in Sec signature shall have the sa as required by Chapter 60	tion 119.07(3)(i). Florida Statutes. I further ce ame legal effect as if made under oath; that I 7. Florida Statutes; and that my name appea	rtify that the information am an officer or director
attacnme	nt with an address, with all other like emp	owered , ,	. , ,	and my manic appea	-5 DOOR 11 OI OII dii

ATTACH # FO1000000469 Q44224

Enron Telecommunications, Inc. Federal ID #: 93-1287862

DIRECTORS: (None)

OFFICERS:

Title:

Raymond M. Bowen, Jr.

Executive Vice President, Finance and Treasurer

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1400 Smith Street Houston, Texas 77002

Richard G. DiMichele

Managing Director 1400 Smith Street Houston, Texas 77002

Edward S. Smida

Vice President 1400 Smith Street Houston, Texas 77002

Angus H. Davis*

Vice President and Secretary

1400 Smith Street Houston, Texas 77002

Anthony C. Duenner

Vice President 1400 Smith Street Houston, Texas 77002

Daryl W. Dunbar

Vice President 1400 Smith Street Houston, Texas 77002

James A. Ginty

Vice President, Tax 1400 Smith Street Houston, Texas 77002

Kevin Moss

Vice President 1400 Smith Street Houston, Texas 77002

Paul H. Racicot

Vice President 1400 Smith Street Houston, Texas 77002

Elaine V. Overturf

Deputy Corporate Secretary

1400 Smith Street Houston, Texas 77002

Kate B. Cole

Assistant Secretary 1400 Smith Street Houston, Texas 77002

Lori Pinder-Metz*

Assistant Secretary 1400 Smith Street Houston, Texas 77002

Susan K. Musch

- Assistant Secretary 1400 Smith Street Houston, Texas 77002 ATTACH # F01000000 469/644224

LIMITED POWER OF ATTORNEY

KNOW ALL MEN, that Enron Telecommunications, Inc., a corporation duly created, organized and existing under and by virtue of the laws of the State of Delaware, in the United States of America, having its principal office at 1400 Smith Street, Houston, Texas 77002-7361, USA ("Company"), does hereby constitute and appoint Robert D. Kimbrell or Gregory M. Apke, either one of them acting alone, (hereinafter referred to as "Agent"), of Apke & Kimbrell. L.L.P., with a place of business at 1650 Highway 6, Suite 100, Sugar Land, Texas 77478, its true and lawful attorney, to carry on the specified business and affairs of said Company strictly related and limited to the preparation and filing of state-required Annual Reports and ancillary documents with the respective state agency and to pay certain taxes and fees due from Company on a reimbursement basis and for that purpose:

- (1) To act on behalf of Company with reference to Annual Report matters, Annual Reports and returns of Company within the United States, including the preparation and filing of Annual Reports, returns and related exhibits or filings and to execute the same on behalf of Company; and
- (2) To make payments for taxes, filing fees or costs associated with Annual Reports or returns or fees owed by Company; and
- (3) To ask, demand, recover and receive of and from all tax authorities, all sums of money and interest owing, refundable or payable to Company, or that at any time hereafter becomes owing or belongs to Company; and
- (4) Generally, to do, execute and perform any other act, deed, matter or thing that ought to be done, executed or performed, or that, in the opinion of said Agent, ought to be done, executed, or performed, in and about the Annual Reports and returns of Company, of every nature and kind, as fully and effectually as said Company could do if it were personally present.

Company does hereby agree to, and hereby does ratify and confirm, all of whatsoever said Agent shall lawfully do or cause to be done by virtue of this Power related and limited to Annual Report and return filings.

All of the foregoing rights, powers, authorities and privileges shall be effective on November 1, 2001, and shall automatically be revoked when the Agreement for Project Services by Apke & Kimbrell, L.L.P., dated November 1, 2001, has been terminated.

IN WITNESS WHEREOF, an authorized officer of Company has signed this instrument in the County of Harris, State of Texas, United States of America, on the 15ⁿ day of 2001.

ENRON TELECOMMUNICATIONS, INC.

By: Callahan, Assistant Secretary