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ACCOUNT NO. : 072100000032

REFERENCE : 450380 5057479

AUTHORIZATION : *Patricia Pizute*

COST LIMIT : \$ 70.00

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ORDER DATE : August 29, 2001

ORDER TIME : 10:32 AM

ORDER NO. : 450380-005

CUSTOMER NO: 5057479

300004565603--7

CUSTOMER: Ms. Carol Peterson
Xcel Energy Inc.
1225 17th Street
9th Floor
Denver, CO 80202

FOREIGN FILINGS

NAME: PLANERGY, INC.

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DK

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DIVISION OF CORPORATION

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER: _____

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. Planergy, Inc.

(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. Texas 3. 74-1931624

(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. August 19, 1977 5. Perpetual

(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")

(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

c/o Natalie Gill, Suite 100, 1003 West Cutting Boulevard

7. Richmond, CA 94804

(Principal office address)

Suite 900, 1225 17th Street, Denver, CO 80202

(Current mailing address)

Energy services To engage in any act or activity for which corporations may be organized.

8. _____
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301

(City)

(Zip code)

10. **Registered agent's 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 obligations of my position as registered agent.

Corporation Service Company

By: HA PM

(Registered agent's signature)

Assistant Vice President

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: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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B. OFFICERS

President: See attached officers/directors rider

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. Carol J. Peterson
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Carol J. Peterson, Assistant Secretary
(Typed or printed name and capacity of person signing application)

PLANERGY, INC.
A Texas corporation
(Attachment to Application by Foreign Corporation
for Authorization to transaction Business in Florida)

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DIRECTORS

Howard Cann, 1003 W. Cutting Blvd., Richmond, CA 94804
Patricia Vincent, 1225 17th Street, Denver, CO 80202

OFFICERS:

Patricia Vincent, Chairman of the Board, 1225 17th Street, Denver, CO 80202
Howard W. Cann, President & CEO, 1003 W. Cutting Blvd., Richmond, CA 94804
Paul Schleifer, Executive Vice President, 1003 W. Cutting Blvd., Richmond, CA 94804
John C. Sprangers, Executive Vice President, 1385 Mendota Heights Rd., St. Paul, MN 55120
Natalie D. Gill, Vice President and Controller, 1003 W. Cutting Blvd., Richmond, CA 94804
Cathy J. Hart, Secretary, 800 Nicollet Mall, Minneapolis, MN 55402
Paul E. Pender, Treasurer, 800 Nicollet Mall, Minneapolis, MN 55402
Catherine J. Cleveland, Assistant Secretary, 800 Nicollet Mall, Minneapolis, MN 55402
Nancy A. Haley, Assistant Secretary, 800 Nicollet Mall, Minneapolis, MN 55402
Carol J. Peterson, Assistant Secretary, 1225 17th Street, Denver, CO 80202
Judith A. Delaney Assistant Treasurer, 1225 17th Street, Denver, CO 80202
Mary P. Schell Assistant Treasurer, 800 Nicollet Mall, Minneapolis, MN 55402

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Henry Cuellar
Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles Of Incorporation for PLANERGY, INC. (filing number: 41310900), a Domestic Business Corporation, was filed in this office on August 19, 1977.

It is further certified that the entity status in Texas is active.

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TALLAHASSEE, FLORIDA

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on August 29, 2001.



A handwritten signature in cursive script that reads "Henry Cuellar".

Henry Cuellar
Secretary of State