



# FOI000005676

ACCOUNT NO. : 072100000032

REFERENCE : 252448 4321945

AUTHORIZATION :

COST LIMIT : \$ 70.00

FILED  
01 OCT 31 PM 12:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : October 30, 2001

ORDER TIME : 10:18 AM

ORDER NO. : 252448-020

CUSTOMER NO: 4321945

CUSTOMER: Ms. Maureen Shearer  
The Aes Corporation  
Suite 2000  
1001 North 19th Street  
Arlington, VA 22209

RECEIVED  
01 OCT 31 AM 11:28  
DEPARTMENT OF STATE  
DIVISION OF CONFIDENTIALITY  
TALLAHASSEE, FLORIDA

9

FOREIGN FILINGS

NAME: AES ATLANTIS, INC.

800004660718--2

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

BK

CONTACT PERSON: Deborah Schroder -- EXT# 1118

EXAMINER: \_\_\_\_\_

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

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

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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

1. AES Atlantis, 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. Delaware  
(State or country under the law of which it is incorporated)
3. \_\_\_\_\_  
(FEI number, if applicable)
4. June 19, 2001  
(Date of incorporation)
5. Perpetual  
(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.)
7. \_\_\_\_\_  
(Principal office address) 1001 North 19th Street  
Suite 2000  
Arlington, VA 22209  
\_\_\_\_\_  
(Current mailing address) 1001 North 19th Street  
Suite 2000  
Arlington, VA 22209
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



(Registered agent's signature)

Louise B. Smith, Asst. VP

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.

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TALLAHASSEE, FLORIDA

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: \_\_\_\_\_

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. Maureen B. Shearer  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Maureen B. Shearer, Secretary  
(Typed or printed name and capacity of person signing application)

AES Atlantis, Inc.

## Directors, Officers Report

### AES Atlantis, Inc. DIRECTORS

**Roger F. Naill** Director  
Primary Address: 1001 North 19th Street  
Suite 2000  
Arlington, VA 22209 U.S.A.

**Barry J. Sharp** Director  
Primary Address: 1001 North 19th Street  
Suite 2000  
Arlington, VA 22209 U.S.A.

**Sarah A. Slusser** Director  
Primary Address: 1001 North 19th Street  
Suite 2000  
Arlington, VA 22209 U.S.A.

### OFFICERS

**Sarah A. Slusser** President  
Primary Address: 1001 North 19th Street  
Suite 2000  
Arlington, VA 22209 U.S.A.

**Christopher H. Diez** Vice President  
Primary Address: 1001 North 19th Street  
Suite 2000  
Arlington, VA 22209 U.S.A.

**David Flory** Vice President  
Primary Address: 1001 North 19th Street  
Suite 2000  
Arlington, VA 22209 U.S.A.

**Edward C. Hall, III** Vice President  
Primary Address: 1001 North 19th Street  
Suite 2000  
Arlington, VA 22209 U.S.A.

**Kenneth W. James** Vice President  
Primary Address: 1001 North 19th Street  
Suite 2000  
Arlington, VA 22209 U.S.A.

**Michael Romaniw** Vice President  
Primary Address: 1001 North 19th Street  
Suite 2000  
Arlington, VA 22209 USA

**Aaron T. Samson** Vice President  
Primary Address: 1001 North 19th Street  
Suite 2000  
Arlington, VA 22209 U.S.A.

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AES Atlantis, Inc.

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**Willard C. Hoagland, III**

**Treasurer**

Primary Address:

1001 North 19th Street  
Suite 2000  
Arlington, VA 22209 USA

**Richard C. Plendl**

**Vice President and Chief Financial Officer**

Primary Address:

1001 North 19th Street  
Suite 2000  
Arlington, VA 22209 U.S.A.

**Maureen B. Shearer**

**Secretary**

Primary Address:

1001 North 19th Street  
Suite 2000  
Arlington, VA 22209 USA

**Leith Mann**

**Assistant Secretary**

Primary Address:

1001 North 19th Street  
Suite 2000  
Arlington, VA 22209 USA

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**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

*State of Delaware*  
*Office of the Secretary of State*

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AES ATLANTIS, 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 THIRTIETH DAY OF OCTOBER, A.D. 2001.

FILED  
01 OCT 31 PM 12:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1418127

DATE: 10-30-01