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FILED
02 JAN 28 PM 1:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

CORPORATION(S) NAME

Reliant Energy Wholesale Service Company

0

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-01/29/02--01004--006

*****78.75 *****78.75

<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 checked="" 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 Up	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name 02 JAN 28
Availability 02 JAN 28
Document 02 JAN 28
Examiner 02 JAN 28
Updater 02 JAN 28
Verifier 02 JAN 28
W.P. Verifier 02 JAN 28

1/28/02

Order#: 5076471

Ref#: _____

Amount: \$ _____

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

**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*

1. Reliant Energy Wholesale Service 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 3. 76-0626673
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 12/01/1999 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qual
(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. 1111 Louisiana, Houston, TX 77002
(Principal office address)
- P. O. Box 4567 Houston, TX 77210
(Current mailing address)
8. See Attachment
(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: C T Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(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.

By: C T Corporation System EA Wallace
(Signature) Assistant Secretary
(Registered agent's signature)

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Joe Bob Perkins

Address: 1111 Louisiana

Houston, TX 77002

Director: _____

Address: _____

B. OFFICERS

SEE ATTACHMENT

President: Joe Bob Perkins

Address: 1111 Louisiana

Houston, TX 77002

Vice President: Jack L. Farley, Jr.

Address: 1111 Louisiana

Houston, TX 77002

Secretary: Hugh Rice Kelly

Address: 1111 Louisiana Houston, TX 77002

Treasurer: Rex T. Clevenger

Address: 1111 Louisiana Houston, TX 77002

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

13. Jacqueline M. Brettell
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Jacqueline M. Brettell, Asst. Secretary

(Typed or printed name and capacity of person signing application)

Attachment to Florida
Application By Foreign Corporation for Authorization to Transact Business In Florida

Purpose Clause

The purpose of the company is to engage in any lawful act or activity for which corporations may be organized, specifically the provision of corporate support services to the business units comprising the Reliant Energy Wholesale Group.

Officers & Directors

-
- | | | |
|----|---|---|
| 1. | Full Name:
Officer/Director:
Officer's Title:
Business Address:
City:
State:
ZIP Code: | Joe Bob Perkins
Officer, Director
President
1111 Louisiana
Houston
TX
77002 |
| 2. | Full Name:
Officer/Director:
Officer's Title:
Business Address:
City:
State:
ZIP Code: | Jack L. Farley, Jr.
Officer
Senior Vice President
1111 Louisiana
Houston
TX
77002 |
| 3. | Full Name:
Officer/Director:
Officer's Title:
Business Address:
City:
State:
ZIP Code: | Gary W. Luce
Officer
Senior Vice President
1111 Louisiana
Houston
TX
77002 |
| 4. | Full Name:
Officer/Director:
Officer's Title:
Business Address:
City:
State:
ZIP Code: | Curtis A. Morgan
Officer
Senior Vice President
1111 Louisiana
Houston
TX
77002 |
| 5. | Full Name:
Officer/Director:
Officer's Title:
Business Address:
City:
State:
ZIP Code: | Karen E. Dyson
Officer
Vice President
1111 Louisiana
Houston
TX
77002 |

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6. Full Name: Rex T. Clevenger
Officer/Director: Officer
Officer's Title: Senior VP-Finance,Treas
Business Address: 1111 Louisiana
City: Houston
State: TX
ZIP Code: 77002
7. Full Name: James E. Hammelman
Officer/Director: Officer
Officer's Title: VP-Finance, Asst Treas
Business Address: 1111 Louisiana
City: Houston
State: TX
ZIP Code: 77002
8. Full Name: William s. Waller, Jr.
Officer/Director: Officer
Officer's Title: Asst Treasurer
Business Address: 1111 Louisiana
City: Houston
State: TX
ZIP Code: 77002
9. Full Name: Andrew P. Weaver
Officer/Director: Officer
Officer's Title: Asst Treasurer
Business Address: 1111 Louisiana
City: Houston
State: TX
ZIP Code: 77002
10. Full Name: Hugh Rice Kelly
Officer/Director: Officer
Officer's Title: Corp Secretary
Business Address: 1111 Louisiana
City: Houston
State: TX
ZIP Code: 77002
11. Full Name: Michael L. Jines
Officer/Director: Officer
Officer's Title: Vice President
Business Address: 1111 Louisiana
City: Houston
State: TX
ZIP Code: 77002
12. Full Name: Jacqueline M. Brettell
Officer/Director: Officer
Officer's Title: Asst Secretary

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TALLAHASSEE, FLORIDA

Business Address:

City:

State:

ZIP Code:

1111 Louisiana

Houston

TX

77002

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TALLAHASSEE, FLORIDA

Delaware

The First State

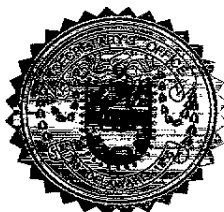
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JAN 28 PM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RELIANT ENERGY WHOLESALE SERVICE 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-FOURTH DAY OF JANUARY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



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020048054

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1576134

DATE: 01-24-02