

2007 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# F06000003873

FILED
Aug 01, 2007
Secretary of State

Entity Name: PHOENIX EXPLORATION GP CORP.

Current Principal Place of Business:

1200 SMITH ST STE 1700
HOUSTON, TX 77002

New Principal Place of Business:

1200 SMITH ST STE 1700
HOUSTON, TX 770024372

Current Mailing Address:

1200 SMITH ST STE 1700
HOUSTON, TX 77002

New Mailing Address:

1200 SMITH ST STE 1700
HOUSTON, TX 770024372

FEI Number: FEI Number Applied For () FEI Number Not Applicable (X) Certificate of Status Desired ()

Name and Address of Current Registered Agent:

C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION, FL 33324 US

Name and Address of New Registered Agent:

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.

SIGNATURE:

Electronic Signature of Registered Agent

Date

In accordance with s. 607.193(2)(b), F.S., the corporation did not receive the prior notice.

Election Campaign Financing Trust Fund Contribution ().

OFFICERS AND DIRECTORS:

Title: DP () Delete
Name: LAPEYRE, PIERRE F JR.
Address: C/O RIVERSTONE LLC 712 FIFTH AVE 51ST FL
City-St-Zip: NEW YORK, NY 10019`

Title: VCV () Delete
Name: LEUSCHEN, DAVID M
Address: C/O RIVERSTONE LLC 712 FIFTH AVE 51ST FL
City-St-Zip: NEW YORK, NY 10019`

Title: DV () Delete
Name: BEARD, GREGORY A
Address: C/O RIVERSTONE LLC 712 FIFTH AVE 51ST FL
City-St-Zip: NEW YORK, NY 10019`

Title: S () Delete
Name: HARRIS, JOHN F
Address: 1001 PENNSYLVANIA AVE STE 220
City-St-Zip: WASHINGTON, DC 20004

Title: V () Delete
Name: LANCASTER, N. JOHN
Address: 712 FIFTH AVE 51ST FL
City-St-Zip: NEW YORK, NY 10019

Title: V () Delete
Name: D'ANIELLO, DANIEL
Address: 1001 PENNSYLVANIA AVE STE 200
City-St-Zip: WASHINGTON, DC 20004

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

Title: ASEC (X) Change () Addition
Name: FLORES, WILLIAM H AST SEC
Address: 1200 SMITH ST., STE 1700
City-St-Zip: HOUSTON, TX 770024372

Title: () Change () Addition
Name:
Address:
City-St-Zip:

I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears above, or on an attachment with an address, with all other like empowered.

SIGNATURE: WILLIAM H. FLORES

ASEC

08/01/2007

Electronic Signature of Signing Officer or Director

Date