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Florida Department of State
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FOREIGN PROFIT/NONPROFIT CORPORATION

Southern Union Company

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J. Shivers NOV 29 2006

**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. Southern Union Company

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. 75-0571592

(FEI number, if applicable)

4. 12/13/32

(Date of incorporation)

5. perpetual

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

6. N/A

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 5444 Westheimer Road, Houston, TX 77056

(Principal office address)

5444 Westheimer Road, Houston, TX 77056

(Current mailing address)

8. Holding company for natural gas gathering and processing, distribution and transmission businesses and any other lawful activity for which corporations may be organized.

(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 NOT acceptable)

Name: **CT Corporation System**

Office Address: **1200 South Pine Island Road**

Plantation

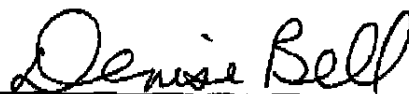
(City)

Florida 33324

(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.



(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: Please see attached.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

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. 

(Signature of Director or Officer listed in number 12 of the application)

14. Lori Pinder-Metz, Assistant Secretary

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

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SOUTHERN UNION COMPANY
BUSINESS ADDRESS FOR ALL DIRECTORS/OFFICERS:
5444 WESTHEIMER ROAD,
HOUSTON, TX 77056

DIRECTORS

George L. Lindemann	Chairman of the Board
David Brodsky	
Frank W. Denius	
Kurt A. Gitter, MD	
Herbert H. Jacobi	
Adam M. Lindemann	
Thomas N. McCarter, III	
George Rountree, III	
Allan D. Scherer	

OFFICERS

George L. Lindemann	President and Chief Executive Officer
Eric D. Herschmann	Senior Executive Vice President
Robert O. Bond	Senior Vice President, Pipeline Operations
Julie H. Edwards	Senior Vice President, Corporate Development
Monica M. Gaudiosi	Senior Vice President, Associate General Counsel
Michael German	Senior Vice President, Utility Operations
Steve J. Hotte	Senior Vice President and Chief Information Officer
Richard N. Marshall	Senior Vice President and Chief Financial Officer
Dennis K. Morgan	Senior Vice President, Litigation
Gary P. Smith	Senior Vice President, Human Resources & Administration
Craig F. Strehl	Senior Vice President, Gas Services
George E. Aldrich	Vice President, Controller and Chief Accounting Officer
André C. Bouchard	Vice President, Senior Assistant General Counsel and Assistant Secretary
Willie C. Johnson	Vice President, Audit
Robert M. Kerrigan, III	Vice President, Assistant General Counsel and Secretary
Stephen D. McGregor	Vice President, Tax
James C. Wells	Vice President, Risk and Loss Control
David L. Black	Assistant Secretary
Robert J. Haack	Assistant Secretary
Lori Pinder-Metz	Assistant Secretary

Delaware

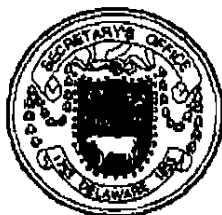
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SOUTHERN UNION 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-SEVENTH DAY OF NOVEMBER, A.D. 2006.

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

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



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5225766

DATE: 11-27-06