

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED  
Apr 28 1998 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F92000001039 (8)  
1. Corporation Name

Enron Liquid Fuels, Inc.

Principal Place of Business 1400 Smith Street Houston, TX 77002	Mailing Address P. O. Box 1188 Houston, TX 77251-1188
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 01/12/1993	
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.	4. FEI Number 76-0387023		Applied For Not Applicable	
22 City & State	27 City & State	5. Certificate of Status Desired <input type="checkbox"/>		\$8.75 Additional Fee Required	
23 Zip	28 Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		\$5.00 May Be Added to Fees	
24 Country	29 Country	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

C T Corporation System  
1200 South Pine Island Road  
Plantation, FL 33324

81 Name	85 Zip Code
82 Street Address (P.O. Box Number is Not Acceptable)	
83	
84 City	
FL	

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent's signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	V <input checked="" type="checkbox"/> DELETE	1.1 TITLE	V <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Pick, Dennis A	1.2 NAME	Mintz, Jordan H.
STREET ADDRESS	1400 Smith Street	1.3 STREET ADDRESS	1400 Smith Street
CITY-ST-ZIP	Houston, TX 77002	1.4 CITY-ST-ZIP	Houston, TX 77002
TITLE	V <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	Hermann, Robert J	2.2 NAME	
STREET ADDRESS	1400 Smith Street	2.3 STREET ADDRESS	
CITY-ST-ZIP	Houston, TX 77002	2.4 CITY-ST-ZIP	
TITLE	VI <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	Gathmann, William D	3.2 NAME	
STREET ADDRESS	1400 Smith Street	3.3 STREET ADDRESS	
CITY-ST-ZIP	Houston, TX 77002	3.4 CITY-ST-ZIP	
TITLE	VS <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	Manchaca, Peggy B	4.2 NAME	
STREET ADDRESS	1400 Smith Street	4.3 STREET ADDRESS	
CITY-ST-ZIP	Houston, TX 77002	4.4 CITY-ST-ZIP	
TITLE	D <input type="checkbox"/> DELETE	5.1 TITLE	200002505452 <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	Derrick, James V Jr	5.2 NAME	-04/29/98--01073--001
STREET ADDRESS	1400 Smith Street	5.3 STREET ADDRESS	***150.00
CITY-ST-ZIP	Houston, TX 77002	5.4 CITY-ST-ZIP	
TITLE	VM <input checked="" type="checkbox"/> DELETE	6.1 TITLE	D <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Causey, Richard A.	6.2 NAME	Rice, Kenneth D.
STREET ADDRESS	1400 Smith Street	6.3 STREET ADDRESS	1400 Smith St.
CITY-ST-ZIP	Houston, TX 77002	6.4 CITY-ST-ZIP	Houston, TX 77002

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my 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 in Block 12 or Block 13 if changed, or in an attachment with any changes.

SIGNATURE:

Jordan H. Mintz

713-853-9183

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

CP2E034 (10/97)

**Enron Liquid Fuels, Inc.**

Federal ID #: 76-0387023  
Corporate # F92000001039

**All officers and directors can be reached at the following address:**  
1400 Smith Street  
Houston, TX 77002

**DIRECTORS**

**TITLE**

James V. Derrick, Jr.	Director
Mark A. Frevert	Director
Kenneth D. Rice	Director

**OFFICERS**

**TITLE**

Kenneth D. Rice	Chairman, Chief Executive Officer and Managing Director
Mark A. Frevert	President and Managing Director
Kevin P. Hannon	Managing Director
Mark E. Haedicke	Managing Director and General Counsel
Kevin W. Beasley	Vice President
Michael L. Brown	Vice President
Rebecca C. Carter	Vice President and Chief Control Officer
William D. Gathmann	Vice President, Finance and Treasurer
Dana R. Gibbs	Vice President
Barbara N. Gray	Vice President, General Counsel, Trading, and Assistant Secretary
Robert J. Hermann	Vice President and General Tax Counsel
Danny J. McCarty	Vice President
Peggy B. Menchaca	Vice President and Secretary
Jordan H. Mintz	Vice President, Tax and Tax Counsel
Donald P. Schroeder	Vice President
Lawrence Greg Whalley	Vice President
Elaine V. Overturf	Deputy Corporate Secretary
Kate B. Cole	Assistant Secretary
Geneva H. Hiroms	Assistant Secretary