

F 93000004463



FILED
01 FEB -6 AM 11:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 989161 7236477
AUTHORIZATION : *Patricia Pugh*
COST LIMIT : \$ 35.00

ORDER DATE : February 2, 2001
ORDER TIME : 9:35 AM
ORDER NO. : 989161-065 100003653851--9
CUSTOMER NO: 7236477
CUSTOMER: Ms. Catherine J. Cleveland
Xcel Energy Inc
800 Nicollet Mall 30th Floor
Minneapolis, MN 55402

CHANGE OF AGENT

NAME: ENERGY MASTERS INTERNATIONAL,
INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY

CONTACT PERSON: Jeanine Reynolds EXT 1133

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DIVISION OF CORPORATION

G. COULLETTE FEB 06 2001

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Minnesota submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: Energy Masters International, Inc.

2. The mailing address of the corporation is: 1385 Mendota Heights Road, St. Paul, MN 55120

3. Date of incorporation/qualification: October 4, 1993 Document number: F93000004463

4. The name and address of the current registered agent and office:

CT Corporation System
1200 South Pine Island Road
Plantation, FL 33324

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

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The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Catherine J. Cleveland
(Signature of an officer, chairman or vice chairman of the board)

1-31-2001
(Date)

Catherine J. Cleveland, Assistant Secretary
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 obligation of my position as registered agent.

By: Bobbie Hall
(Signature of Registered Agent)

2-5-01
(Date)

If signing on behalf of an entity:

Bobbie Hall Assistant Vice President
(Typed or Printed Name) (Capacity)

*** FILING FEE: \$35.00 ***