

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

**FILED**  
**May 20 1998 8:00am**  
**Secretary of State**

PROFIT CORPORATION ANNUAL REPORT <b>1998</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # F94000003426 (3)**  
 1. Corporation Name  
**CYPRESS POWER CORPORATION**



Principal Place of Business <b>50 BEALE STREET                  SAN FRANCISCO CA 94105</b>	Mailing Address <b>50 BEALE STREET                  C/O TAX DEPT                  SAN FRANCISCO CA 94105                  US</b>
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business <b>21</b> Suite, Apt. #, etc. <b>22</b> City & State <b>23</b> Zip Country <b>24</b>	2a. Mailing Address <b>26</b> Suite, Apt. #, etc. <b>27</b> City & State <b>28</b> Zip Country <b>29</b>
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3. Date Incorporated or Qualified <b>06/29/1994</b>	
4. FEI Number <b>94-3205938</b>	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75 Additional Fee Required</b>
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	<b>\$5.00 May Be Added to Fees</b>
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent  
**C T CORPORATION SYSTEM  
 1200 SOUTH PINE ISLAND ROAD  
 PLANTATION FL 33324**

10. Name and Address of New Registered Agent

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

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 \_\_\_\_\_ DATE \_\_\_\_\_  
Signature typed or printed name of registered agent and that of applicable (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		
TITLE	<b>PD</b>	<input type="checkbox"/> DELETE
NAME	<b>CARTER, JOHN D</b>	
STREET ADDRESS	<b>50 BEALE STREET</b>	
CITY- ST- ZIP	<b>SAN FRANCISCO CA</b>	
TITLE	<b>EVPO</b>	<input type="checkbox"/> DELETE
NAME	<b>CAIN, F.J.</b>	
STREET ADDRESS	<b>50 BEALE STREET</b>	
CITY- ST- ZIP	<b>SAN FRANCISCO CA</b>	
TITLE	<b>SVPT</b>	<input type="checkbox"/> DELETE
NAME	<b>UNRUH, V.P.</b>	
STREET ADDRESS	<b>50 BEALE STREET</b>	
CITY- ST- ZIP	<b>SAN FRANCISCO CA</b>	
TITLE	<b>VPCT</b>	<input type="checkbox"/> DELETE
NAME	<b>PROCTOR, G.C.</b>	
STREET ADDRESS	<b>50 BEALE STREET</b>	
CITY- ST- ZIP	<b>SAN FRANCISCO CA</b>	
TITLE	<b>S</b>	<input type="checkbox"/> DELETE
NAME	<b>SEDAR, B.D.</b>	
STREET ADDRESS	<b>50 BEALE STREET</b>	
CITY- ST- ZIP	<b>SAN FRANCISCO CA</b>	
TITLE	<b>AS</b>	<input type="checkbox"/> DELETE
NAME	<b>LOOMIS, R.M.</b>	
STREET ADDRESS	<b>50 BEALE STREET</b>	
CITY- ST- ZIP	<b>SAN FRANCISCO CA</b>	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
1.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME		
1.3 STREET ADDRESS		
1.4 CITY- ST- ZIP		
2.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME		
2.3 STREET ADDRESS		
2.4 CITY- ST- ZIP		
3.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME		
3.3 STREET ADDRESS		
3.4 CITY- ST- ZIP		
4.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME		
4.3 STREET ADDRESS		
4.4 CITY- ST- ZIP		
5.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME		
5.3 STREET ADDRESS		
5.4 CITY- ST- ZIP		
6.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME		
6.3 STREET ADDRESS		
6.4 CITY- ST- ZIP		

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 on an attachment with an address.

SIGNATURE \_\_\_\_\_ **M. E. MARTELLO**  
 Assistant Controller *1/18/98 415 418 2511*

CR2E034 (10/97)

Federal Employer Identification Number: 94-3205938

**CYPRESS POWER CORPORATION**

**CYPRESS**

**DIRECTORS AND OFFICERS**

**Entity Code: KH**

CARTER, J. D.	President and Director
GAIN, F. J.	Executive Vice President and Director
UNRUH, V. P.	Senior Vice President and Treasurer
PROCTOR, G. C.	Vice President, Controller and Assistant Treasurer
SEDAR, B. D.	Secretary
LOOMIS, R. M.	Assistant Secretary
MARTELLO, M. E.	Assistant Controller
NAKAMURA, J. R.	Assistant Secretary

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**Board of Directors**

Authorized	3
Vacancies	1
Quorum	2