

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 # F94000005317
1. Corporation Name

Enron Power Marketing, Inc.

Principal Place of Business
1400 Smith Street
Houston, TX 77002

Mailing Address
P.O. Box 1188
Houston, TX 77251-1188

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		4. FEI Number		Applied For	
21		26		76-0413675		Not Applicable	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		5. Certificate of Status Desired		<input type="checkbox"/> \$8.75 Additional Fee Required	
22		27		6. Election Campaign Financing		<input type="checkbox"/> \$5.00 May Be Added to Fees	
City & State		City & State		Trust Fund Contribution		<input type="checkbox"/>	
23		28		8. This corporation owes or has paid the current year Intangible		Personal Property Tax due June 30	
Zip		Zip		Country		<input checked="" type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
24		29		Country		30	

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

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

Signature type for printed name of registered agent and fee if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	D	1.1 TITLE	D
NAME	John J. Esslinger	1.2 NAME	Kenneth D. Rice
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	2.1 TITLE	
NAME	Robert J. Hermann	2.2 NAME	
STREET ADDRESS	1400 Smith Street	2.3 STREET ADDRESS	
CITY - ST - ZIP	Houston, TX 77002	2.4 CITY - ST - ZIP	
TITLE	S	3.1 TITLE	
NAME	Kate B. Cole	3.2 NAME	
STREET ADDRESS	1400 Smith Street	3.3 STREET ADDRESS	
CITY - ST - ZIP	Houston, TX 77002	3.4 CITY - ST - ZIP	
TITLE	S	4.1 TITLE	
NAME	Geneva H. Hirons Hirons	4.2 NAME	
STREET ADDRESS	1400 Smith Street	4.3 STREET ADDRESS	
CITY - ST - ZIP	Houston, TX 77002	4.4 CITY - ST - ZIP	
TITLE	S	5.1 TITLE	
NAME	Elaine V. Overturf Overturf	5.2 NAME	
STREET ADDRESS	1400 Smith Street	5.3 STREET ADDRESS	
CITY - ST - ZIP	Houston, TX 77002	5.4 CITY - ST - ZIP	
TITLE		6.1 TITLE	V
NAME		6.2 NAME	Jordan H. Mintz
STREET ADDRESS		6.3 STREET ADDRESS	1400 Smith Street
CITY - ST - ZIP		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 an attorney-in-fact with an address.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Jordan H. Mintz

Date

4-21-98

713-853-9183

Vice President, Tax and Tax Counsel

CR2E034 (10/97)

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Enron Power Marketing, Inc.

Federal ID #: 76-0413675
Corporate # F94000005317

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

DIRECTORS

TITLE

Mark A. Frevert	Director
Mark E. Haedicke	Director
Kenneth D. Rice	Director

OFFICERS

TITLE

Kenneth D. Rice	Chairman and Managing Director
Kevin P. Hannon	President and Managing Director
William O. Butler	Managing Director
Mark A. Frevert	Managing Director
Mark E. Haedicke	Managing Director and General Counsel
Amanda K. Martin	Managing Director
Lou L. Pai	Managing Director
Raymond M. Bowen	Vice President
Harold G. Buchanan	Vice President
Rebecca C. Carter	Vice President and Chief Control Officer
William D. Duran	Vice President
William D. Gathmann	Vice President, Finance and Treasurer
Eric Gonzales	Vice President
John C. Henderson	Vice President
Robert J. Hermann	Vice President and General Tax Counsel
Patrick H. Hickey	Vice President
Richard Ingersoll	Vice President
Michael R. McCall	Vice President
Michael Jaye Miller	Vice President
Jordan H. Mintz	Vice President, Tax and Tax Counsel
Scott M. Neal	Vice President
David Parquet	Vice President
Gregory F. Piper	Vice President
John M. Stokes	Vice President
Bruce N. Stram	Vice President
Elaine V. Overturf	Corporate Secretary
Kate B. Cole	Assistant Secretary
Geneva H. Hiroms	Assistant Secretary