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FILED
May 17, 1999 8:00 am
Secretary of State

05-17-1999 90026 026 ***150.00

| PROFIT CORPORATION ANNUAL REPORT 1999 | |  FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS | |
|--|--|---|--|
| DOCUMENT # F94 00000 5317 1. Corporation Name Enron Power Marketing, Inc. | | | |
| Principal Place of Business 1400 Smith St. Houston, TX 77002 | | Mailing Address P.O. BOX 1188 HOUSTON TX 77251 | |
| 2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country | | 2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country | |
| 9. Name and Address of Current Registered Agent GT CORPORATION SYSTEM 1200 S. 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, typed or printed name of registered agent and title if applicable. | | DATE (NOTE: Registered Agent signature required when re-registering) | |
| 12. OFFICERS AND DIRECTORS TITLE NAME STREET ADDRESS CITY-ST-ZIP 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP 2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP 3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP 4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP 5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP 6.1 TITLE 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:

Jordan H. Mintz, VP & Tax Counsel

7138639183
0517912

Enron Power Marketing, Inc.
FEIN: 76-0413675
Corporate #: F9400005317

553409-90026-26
F9400005317

Directors:*

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

Officers:*

| | |
|---------------------|--|
| Kenneth D. Rice | Chairman and Managing Director |
| Kevin P. Hannon | President and Managing Director |
| William O. Butler | Managing Director |
| David W. Delainey | Managing Director |
| Mark A. Frevert | Managing Director |
| Mark E. Haedicke | Managing Director and General Counsel |
| Amanda K. Martin | Managing Director |
| Philip K. Allen | Vice President |
| Timothy N. Belden | Vice President |
| Raymond M. Bowen | Vice President |
| Harold G. Buchanan | Vice President |
| Rebecca C. Carter | Vice President |
| William D. Duran | Vice President |
| James B. Fallon | Vice President |
| Eric Gonzales | Vice President |
| Lance A. Halgren | 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 |
| Jeffrey McMahon | Vice President, Finance and Treasurer |
| Michael Jaye Miller | Vice President |
| Jordan H. Mintz | Vice President 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 |

All Officers and Directors may be contacted at the below address:

*Address: 1400 Smith Street
Houston, TX 77002

The term of all officers and directors expires on August 16, 1999.