

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

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May 17, 1999 8:00 am
Secretary of State

05-17-1999 90028 013 ***150.00

PROFIT CORPORATION ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F94000009921 ✓
1. Corporation Name
Enron Capital and Trade Resources Corp.

Principal Place of Business
1400 Smith St.
Houston, Tx 77002

Mailing Address
P.O. BOX 1188
HOUSTON TX 77251

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business	2a. Mailing Address	4. FEI Number 76-0318139 ✓	Applied For Not Applicable
21	26		
Suite, Apt. #, etc.	Suite, Apt. #, etc.	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
22	27		
City & State	City & State	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
23	28		
Zip	Zip	Country	Country
24	25	29	30
		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

CT 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
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 signature required when re-stating)

DATE

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

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

4-26-99

7138539183

0517912

FEIN: 76-0318139
MSA: 364

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Enron Capital & Trade Resources Corp.
FEIN: 76-0318139

April 14, 1999

All Directors and Officers Business Address:

*1400 Smith Street
Houston, Tx. 77002

Directors:*

Mark A. Frevert
Mark E. Haedicke
Kevin P. Hannon
Kenneth D. Rice

Officers:*

Kenneth D. Rice

Title

	Chairman of the Board,
	Chief Executive Officer & Managing Director
	Chairman & Chief Executive Officer--
	ECT North America
Mark A. Frevert	President—ECT Europe & Managing Director
Kevin P. Hannon	President and Chief Operating Officer
Amanda K. Martin	President-Energy and Finance Services
Philippe A. Bibi	Managing Director
W. Craig Childers	Managing Director
David W. Delainey	Managing Director
Richard G. DiMichele	Managing Director
Jay L. Fitzgerald	Managing Director
Mark E. Haedicke	Managing Director and General Counsel
Michael J. Kopper	Managing Director
John J. Lavorato	Managing Director
Danny J. McCarty	Managing Director
Michael McConnell	Managing Director
J. Kevin McConville	Managing Director
Gregory F. Piper	Managing Director
Jeffrey A. Shankman	Managing Director
John R. Sherriff	Managing Director
Colleen Sullivan-Shaklovitz	Managing Director
Lawrence G. Whalley	Managing Director
Philip K. Allen	Vice President
Alan B. Aronowitz	Vice President and Assistant General Counsel
Kevin W. Beasley	Vice President
Sally W. Beck	Vice President
Timothy N. Belden	Vice President
Michael J. Beyer	Vice President
Brian F. Bierbach	Vice President
Donald W. Black	Vice President

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Donald M. Black	Vice President
David J. Botchlett	Vice President
Raymond M. Bowen	Vice President and Treasurer
Dan O. Boyle	Vice President
Craig A. Breslau	Vice President
Michael Brown	Vice President
Thomas M. Buiocchi	Vice President
Christopher F. Calger	Vice President
Cary M. Carrabine	Vice President
Lynda R. Clemmons	Vice President
John A. Cleveland	Vice President
David Cox	Vice President
Robert J. Crane	Vice President
Mark K. Crosno	Vice President
Wanda C. Curry	Vice President
Michel Decnop	Vice President
Timothy J. Detmering	Vice President
Janet R. Dietrich	Vice President
Jeffery M. Donahue	Vice President
Raymond W. Doshier	Vice President
James I. Ducote	Vice President
D. Brad Dunn	Vice President
William D. Duran	Vice President
James B. Fallon	Vice President
Eric D. Gadd	Vice President
C. Kevin Garland	Vice President
Dana R. Gibbs	Vice President
Joseph A. Gold	Vice President
Julie A. Gomez	Vice President
Eric Gonzales	Vice President
John C. Gorman	Vice President
Barbara N. Gray	Vice President, General Counsel, Assets and Assistant Secretary
Robert Greer	Vice President
Thomas D. Gros	Vice President
Lance A. Halgren	Vice President
Mary L. Hamilton	Vice President
Dwayne L. Hart	Vice President
Robert J. Hermann	Vice President and General Tax Counsel
Gary J. Hickerson	Vice President
Christian R. Holmes, IV	Vice President
Stephen R. Horn	Vice President
Kevin A. Howard	Vice President
Richard Ingersoll	Vice President
Doy G. "Rocky" Jones	Vice President
Darrell W. Kinder	Vice President

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Kyle Kitagawa	Vice President
Louise Kitchen	Vice President
Sheila A. Knudsen	Vice President
Fred D. Lagrasta	Vice President
Mark K. Lay	Vice President
Douglas A. Leach	Vice President
Richard Lewis	Vice President
Drew C. Lynch	Vice President
Randal T. Maffett	Vice President
Rodney D. Malcolm	Vice President
Thomas A. Martin	Vice President
James R. McBride	Vice President
Michael R. McCall	Vice President
George A. McClellan, III	Vice President
Michael W. McDonald	Vice President
Sandra S. McDonald	Vice President
Peggy B. Menchaca	Vice President and Secretary
Michael Jaye Miller	Vice President
Rob Milnthorp	Vice President
Jordan H. Mintz	Vice President and Tax Counsel
Kristina M. Mordaunt	Vice President and Assistant General Counsel
Julia Heintz Murray	Vice President, General Counsel, Finance, and Assistant Secretary
Tani Nath	Vice President
Bradford C. Nebergall	Vice President
Jesse E. Neyman	Vice President
John L. Nowlan	Vice President
Edward M. Ondarza	Vice President
David Parquet	Vice President
Nicholas E. V. Perry	Vice President
Mark R. Pickering	Vice President
Paul H. Racicot	Vice President
Peter Redpath	Vice President
Bradley A. Richter	Vice President
Andrea Reed	Vice President
Robert J. Saltiel	Vice President
James Sandt	Vice President
Roderick P. Sayers	Vice President
Stephen C. Schneider	Vice President
Robert C. Schorr	Vice President
Donald P. Schroeder	Vice President
W. Lance Schuler	Vice President and Assistant General Counsel
Matthew G. Scrimshaw	Vice President
Stewart L. Seeligson	Vice President
Scott M. Sefton	Vice President
Richard S. Shapiro	Vice President

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Gregory L. Sharp	Vice President
William N. Shoff	Vice President
Mark E. Taylor	Vice President and Assistant General Counsel
John P. Thompson	Vice President
Sheila Tweed	Vice President and Assistant General Counsel
Andrew L. Unverzagt	Vice President
Tony A. Valentine	Vice President
Christoph Waltenspuel	Vice President
Robert R. White	Vice President
Mario M. Yzaguirre	Vice President
Mary A. Perkins	Treasurer
Elaine V. Overturf	Deputy Corporate Secretary
Kate B. Cole	Assistant Secretary

The term for all officers and directors expire August 16, 1999.