

F95000001318

Document Number Only

C T CORPORATION SYSTEM
Requestor's Name
1311 Executive Center Drive, Ste. 200
Address
Tallahassee, FL 32301 (904) 656-0290
City State Zip Phone

CORPORATION(S) NAME

Cypress Cngeneration Company

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Resurrection | <input type="checkbox"/> Change of N.A. |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Fictitious Name |
| <input type="checkbox"/> Certified Copy | | <input type="checkbox"/> CUS / G/S |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

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file 154

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA

1. Cypress Corporation Company
(Name of corporation must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. California
(State or country under the law of which it is incorporated)
3. 33-0395458
(FEI number, if applicable)
4. 12/22/89
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. 3/15/95
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.156, F.S.))
7. 18101 Von Karman Avenue, Suite 1700
Irvine, California 92715
(Current mailing address)
8. To engage in the production of electricity and useful thermal energy
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: C T CORPORATION SYSTEM
Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)

10. Registered agent acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 obligations of my position as registered agent.

C T CORPORATION SYSTEM

D.F. Hickey
(Registered agent's signature) (Officer)

D.F. Hickey, Assistant Secretary
(Type Name and Title of Officer)

11 Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law to which it is incorporated

12 Name and addresses of officers and/or directors

A DIRECTORS

Chairman PLEASE REFER TO ATTACHMENT I
Address _____

Vice Chairman _____
Address _____

Director _____
Address _____

Director _____
Address _____

B OFFICERS

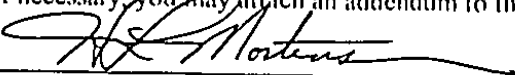
President: PLEASE REFER TO ATTACHMENT I
Address: _____

Vice President: _____
Address: _____

Secretary: _____
Address: _____

Treasurer: _____
Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors

13. 
(Signature of Chairman, Vice Chairman, or an officer listed in number 12 of the application)

14. H. L. Mortensen, Secretary
(Type of print name and capacity of person signing application)

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APPLICATION BY FOREIGN CORPORATION
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

ATTACHMENT I

CYPRESS COGENERATION COMPANY

**** DIRECTORS:**

Robert Dietch	S. Daniel Melita
Robert M. Edgell	Edward R. Muller
James V. Iaco, Jr.	S. Linn Williams

**** OFFICERS:**

Edward R. Muller	President
Robert M. Edgell	Executive Vice President
Robert Dietch	Senior Vice President
James V. Iaco, Jr.	Senior Vice President and Chief Financial Officer
S. Daniel Melita	Senior Vice President
S. Linn Williams	Senior Vice President and General Counsel
James S. Thomson	Vice President and General Manager
Gregory C. Hoppe	Vice President
Patricia A. Lyman	Vice President, Asst. General Counsel & Asst. Secy.
Mark B.W. Murray	Vice President
Thomas L. Reed	Vice President, Operations
W. P. Von Blasingame	Vice President and Assistant Treasurer
David W. Weaver	Vice President
Thomas E. Legro	Controller
H. L. Mortensen	Secretary
Kevin M. Smith	Treasurer
Dennis R. Mielke	Assistant Vice President

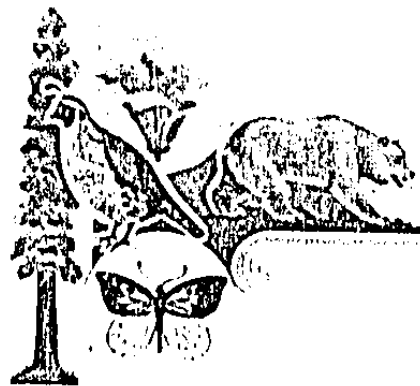
**** All Officers and Directors located at**
Mission Energy Company
18101 Von Karman, Suite 1700
Irvine, California 92715

SECRET
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DECLASSIFICATION
55 MAR 20 PM 12:19



State of California

SECRETARY OF STATE'S OFFICE



CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 22ND day of DECEMBER, 19 89

CYPRESS COGENERATION COMPANY

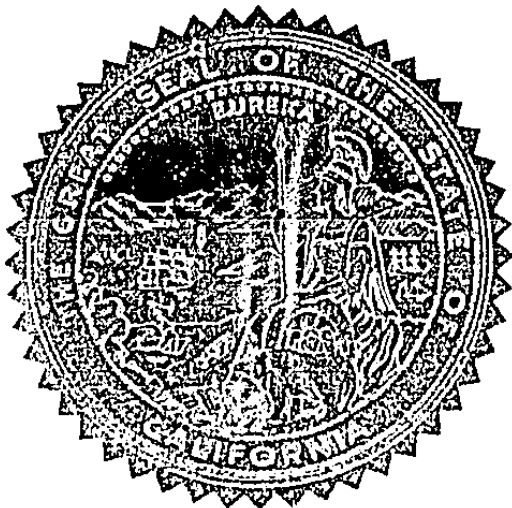
became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.



IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this
10TH day of MARCH 1995

Bill Jones

Secretary of State