

F9600002596

1001 HAYS STREET
TALLAHASSEE, FL 32301
904-225-1171
904-225-1193 FAX

800-341-8086



PROFESSIONAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 963144 4716789

AUTHORIZATION :

Patricia Pzyt

COST LIMIT : \$ 70.00

ORDER DATE : May 22, 1996

ORDER TIME : 10:56 AM

ORDER NO. : 963144

300001836923

CUSTOMER NO: 4716789

CUSTOMER: Ms. Pat Blackwell
Virginia Electric And Power
One James River Plaza
14th Floor
Richmond, VA 23219

FOREIGN FILINGS

NAME: VIRGINIA ELECTRIC AND POWER
COMPANY

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 23 PM 1:34

RECEIVED
96 MAY 23 PM 12:10
DIVISION OF CORPORATION

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO 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. Virginia Electric and Power 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. Virginia
(State or country under the law of which it is incorporated)
3. 54-0418825
(FEI number, if applicable)
4. June 29, 1909
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Not Applicable
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. P.O. Box 26666
Richmond, Virginia 23261
(Current mailing address)
8. See attachment
(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: (P.O. Box or Mail Drop Box NOT acceptable)**
Name: The Prentice-Hall Corporation System, Inc.
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(Zip Code)

10. Registered agent's 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.

The Prentice-Hall Corporation System, Inc.

By: Judith S. Blancett

(Registered agent's signature)

MAY 23, 1996

JUDITH S. BLANCETT, ASSISTANT SECRETARY

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 of which it is incorporated.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 23 PM 1:34

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: See attached list of Directors

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: See attached list of Officers

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 any officer listed in number 12 of the application)

14. T. L. Caviness, Jr. - Vice President-Retail Energy Services/EVANTAGE
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 23 PM 1:34

OFFICERS OF VIRGINIA ELECTRIC AND POWER COMPANY

James T. Rhodes
President & Chief Executive Officer

701 East Cary Street
Richmond, Virginia 23219

T. L. Caviness, Jr.
Vice President-Retail Energy Services/
EVANTAGE

701 East Cary Street
Richmond, Virginia 23219

J. Kennerly Davis, Jr.
Vice President-Finance & Administrative Services,
Treasurer, & Secretary

701 East Cary Street
Richmond, Virginia 23219

VIRGINIA ELECTRIC AND POWER COMPANY
BOARD OF DIRECTORS

John B. Adams, Jr.
Chairman

The Bowman Companies
One Bowman Drive
Fredericksburg, Virginia 22408

James F. Betts

Metro Richmond Chamber of Commerce
201 East Franklin Street
Richmond, Virginia 23219

Benjamin J. Lambert, III

Dr. Benjamin J. Lambert, III
904 North First Street
Richmond, Virginia 23219

Richard L. Leatherwood

3805 Greenway
Baltimore, Maryland 21218

Harvey L. Lindsay, Jr.

Harvey Lindsay Commercial Real Estate
Dominion Tower, Suite 1400
999 Waterside Drive
Norfolk, Virginia 23510

Dr. James T. Rhodes

Virginia Electric and Power Company
701 East Cary Street
Richmond, Virginia 23219

William T. Roos

2820 Build America Drive
Hampton, Virginia 23666

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 23 PM 1:36

Robert H. Spilman

Bassett Furniture Industries, Inc.
245 Main Street
Bassett, Virginia 24055

William G. Thomas

Hazel & Thomas
510 King Street, Suite 200
Alexandria, Virginia 22314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 23 PM 1:34

Attachment/FL

Statement of Intended Business Purpose

Virginia Electric and Power Company intends to provide energy-related services within the State of Florida. Such services may include, but are not limited to: the provision and procurement of electricity, gas and/or oil at retail; the conduct of energy audits, power quality studies and other studies and analyses for consumers intended to make their consumption and use of energy more efficient and cost-effective; services related to the planning, construction, installation maintenance and operation of electric generating facilities, thermal plants, electric distribution and transmission facilities and other equipment.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 23 PM 1:34

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

VIRGINIA ELECTRIC AND POWER COMPANY is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is June 29, 1909.

Nothing more is hereby certified.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 23 PM 1:34



Signed and Sealed at Richmond

on this Date: May 01, 1996

William J. Bridge

William J. Bridge, Clerk of the Commission