

Document Number Only
F96000005554

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

300001886183--7
10/25/96--01063--004
*****70.00*****70.00

Nov Am Energy Management

96 OCT 29 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

7/6/96

☒ Profit
☐ NonProfit
☐ Limited Liability Co.
☒ Foreign

☐ Amendment
☐ Dissolution/Withdrawal
☐ Mark

☐ Merger

☐ Limited Partnership
☐ Reinstatement
☐ Certified Copy

☐ Annual Report
☐ Reservation
☐ Photo Copies

☐ Other
☐ Change of R.A.
☐ Fictitious Name Filing
☐ CUS

☐ Call When Ready
☒ Walk In
☐ Mail Out

☐ Call If Problem
☐ Will Wait

☐ After 4:30
☒ Pick Up

Name Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

10/25

RECEIVED
96 OCT 25 PM 12:22
DIVISION OF CORPORATION

**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. NorAm Energy Management, Inc.

(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. Delaware

(State or country under the law of which it is incorporated)

3. 72-1309319

(FEI number, if applicable)

4. October 18, 1995

(Date of Incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.150, F.S.))

7. P. O. Box 2628, Houston, Texas 77252

(Current mailing address)

8. Retail energy supplier, providing total energy portfolios to industrial and large commercial customers.

(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 obligation of my position as registered agent.

C T Corporation System

Rand A. Shelley

(Signature) (Officer)

SPECIAL ASSISTANT SECRETARY

FILED
56 OCT 25 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: see attached list of directors

Address: _____

Vice Chairman: see attached list of directors

Address: _____

Director: see attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

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]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Rollie G. Bohall, Vice President
(Typed or printed name and capacity of person signing application)

FILED
96 OCT 25 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NORAM ENERGY MANAGEMENT, INC.

DIRECTORS

Michael B. Bracy
T. Milton Honea

Houston, TX(1)
Houston, TX(1)

OFFICERS AND ASSISTANT OFFICERS

HONEA, T. Milton
BOHALL, Rollic G.

President
Senior Vice President &
Chief Operating Officer

Houston, TX(1)
Houston, TX(1)

HOUGHTBY, David A.
CREEL, Michael A.
GENTRY, Hubert, Jr.
LOVE, Gary H.
HOOVER, Vance R.

Vice President
Treasurer
Secretary
Assistant Secretary
Assistant Treasurer

Minneapolis, MN(2)
Houston, TX(1)
Houston, TX(1)
Shreveport, LA(3)
Shreveport, LA(3)

(1) 1600 Smith Street
Houston, Texas 77002

(2) 900 LaSalle Avenue
Minneapolis, Minnesota 55402

(3) 525 Milam Street
Shreveport, Louisiana 71101

FILED
96 OCT 25 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

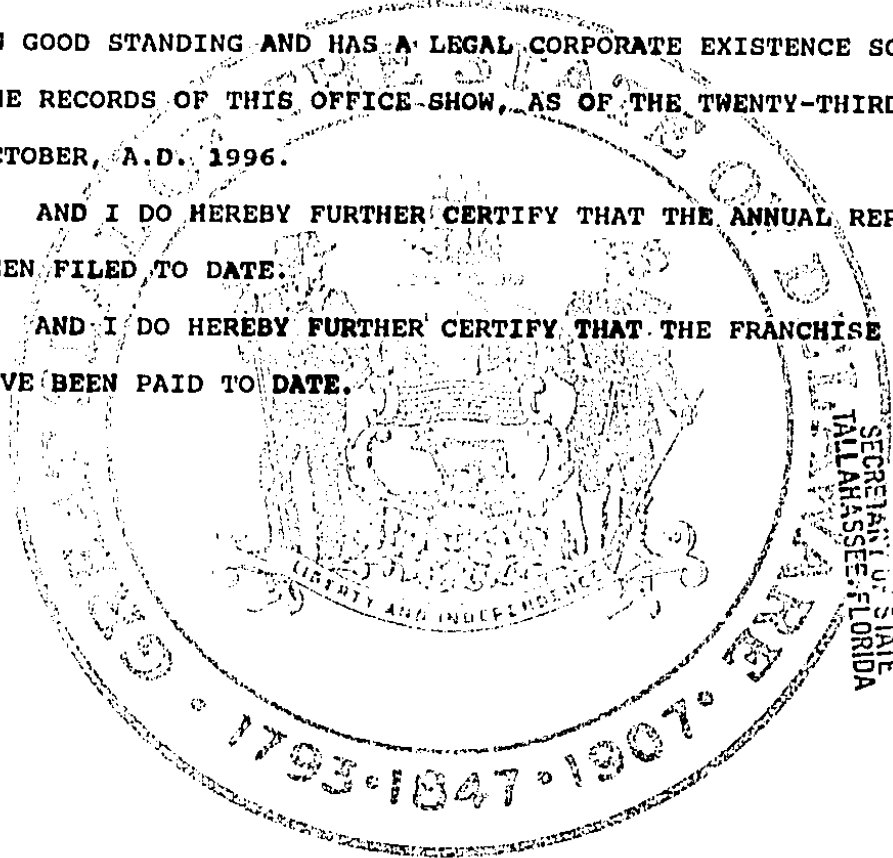
State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NORAM ENERGY MANAGEMENT, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-THIRD DAY OF OCTOBER, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



96 OCT 25 PM 2:27

FILED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

8159314

10-23-96

2552708 8300

960308596