

# 2006 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# F97000001417

FILED  
Jan 13, 2006  
Secretary of State

Entity Name: ORANGE COGENERATION GP II, INC.

## Current Principal Place of Business:

2929 ALLEN PARKWAY, SUITE 2200  
ATTN: MATT BORSKI  
HOUSTON, TX 77019 US

## New Principal Place of Business:

2929 ALLEN PARKWAY, SUITE 2200  
HOUSTON, TX 77019 US

## Current Mailing Address:

2929 ALLEN PARKWAY, SUITE 2200  
ATTN: MATT BORSKI  
HOUSTON, TX 77019 US

## New Mailing Address:

2929 ALLEN PARKWAY, SUITE 2200  
HOUSTON, TX 77019 US

FEI Number: 75-2562613

FEI Number Applied For ( )

FEI Number Not Applicable ( )

Certificate of Status Desired ( )

## Name and Address of Current Registered Agent:

C T CORPORATION SYSTEM  
1200 SOUTH PINE ISLAND ROAD  
PLANTATION, FL 33324 US

## Name and Address of New Registered Agent:

CAPITOL CORPORATE SERVICES, INC.  
1333 N. DUVAL STREET  
TALLAHASSEE, FL 32303 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: CHERYL ROBERTS, PRESIDENT

01/13/2006

Electronic Signature of Registered Agent

Date

Election Campaign Financing Trust Fund Contribution ( ).

## OFFICERS AND DIRECTORS:

Title: GM ( ) Delete  
Name: JACOBSON, MALCOLM W  
Address: 2929 ALLEN PARKWAY, SUITE 2200  
City-St-Zip: HOUSTON, TX 77019

Title: CFO ( ) Delete  
Name: SCHAGER, VINCENT J  
Address: 2929 ALLEN PARKWAY, SUITE 2200  
City-St-Zip: HOUSTON, TX 77019

Title: PRES ( ) Delete  
Name: JORDAN, ROBERT C  
Address: 16945 NORTHCHASE DRIVE  
City-St-Zip: HOUSTON, TX 77060

Title: SEC ( ) Delete  
Name: BADEN, PAMELA K  
Address: 16945 NORTHCHASE DRIVE  
City-St-Zip: HOUSTON, TX 77060

Title: ( ) Delete  
Name:  
Address:  
City-St-Zip:

Title: ( ) Delete  
Name:  
Address:  
City-St-Zip:

## ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

Title: ( ) Change ( ) Addition  
Name:  
Address:  
City-St-Zip:

Title: CF/D (X) Change ( ) Addition  
Name: SCHAGER, VINCENT J  
Address: 2929 ALLEN PARKWAY, SUITE 2200  
City-St-Zip: HOUSTON, TX 77019

Title: ( ) Change ( ) Addition  
Name:  
Address:  
City-St-Zip:

Title: S/D (X) Change ( ) Addition  
Name: BADEN, PAMELA K  
Address: 16945 NORTHCHASE DRIVE  
City-St-Zip: HOUSTON, TX 77060

Title: D ( ) Change (X) Addition  
Name: BROWDER, JACK F  
Address: 2929 ALLEN PARKWAY, SUITE 2200  
City-St-Zip: HOUSTON, TX 77019

Title: D ( ) Change (X) Addition  
Name: FIELD, DAVID T  
Address: 16945 NORTHCHASE DRIVE  
City-St-Zip: HOUSTON, TX 77060

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my electronic 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 above, or on an attachment with an address, with all other like empowered.

SIGNATURE: MALCOLM W. JACOBSON

GM

01/13/2006

Electronic Signature of Signing Officer or Director

Date