

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

FILED  
Apr 09 1998 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT <b>1998</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **F97000004802 (1)**

1. Corporation Name  
**PG&E ENERGY SERVICES CORPORATION**

Principal Place of Business  
**353 SACRAMENTO ST., #1900  
SAN FRANCISCO CA 94111**

Mailing Address  
**353 SACRAMENTO ST., #1900  
SAN FRANCISCO CA 94111**



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified <b>09/15/1997</b>	
21 <b>345 California Street</b>	26 <b>345 California Street</b>	4. FEI Number <b>94-3240290</b>		Applied For <input type="checkbox"/> Not Applicable	
22 <b>Suite 3200</b>	27 <b>Suite 3200</b>	5. Certificate of Status Desired <input type="checkbox"/>		<b>\$8.75 Additional Fee Required</b>	
23 <b>San Francisco, CA</b>	28 <b>San Francisco, CA</b>	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		<b>\$5.00 May Be Added to Fees</b>	
24 <b>94104</b>	25 <b>USA</b>	29 <b>94104</b>	30 <b>USA</b>	8. This corporation owes or has paid the current year intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent		10. Name and Address of New Registered Agent	
<b>CORPORATION SERVICE COMPANY 1201 HAYS STREET TALLAHASSEE FL 32301-2525</b>		81 Name	
		82 Street Address (P.O. Box Number is Not Acceptable)	
		83	
		84 City	
		<b>FL</b>	
		85 Zip Code	

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 \_\_\_\_\_ DATE \_\_\_\_\_  
Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	<b>D</b> <input checked="" type="checkbox"/> DELETE	1.1 TITLE	<b>Director</b> <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	<b>DISTEFANO, TONY F</b>	1.2 NAME	<b>Michael E. Rescoe</b>
STREET ADDRESS	<b>73 LA CAMPANA DR.</b>	1.3 STREET ADDRESS	<b>One Market Plaza, Spear Tower, Ste. 2400</b>
CITY-ST-ZIP	<b>ORINDA CA 94563</b>	1.4 CITY-ST-ZIP	<b>San Francisco, CA 94105</b>
TITLE	<b>S</b> <input checked="" type="checkbox"/> DELETE	2.1 TITLE	<b>Assistant Secretary</b> <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	<b>ALLEN, TRACY C</b>	2.2 NAME	<b>Daniel J. Stromberg</b>
STREET ADDRESS	<b>48 LYFORD DR #13</b>	2.3 STREET ADDRESS	<b>141 Vista Grande</b>
CITY-ST-ZIP	<b>TIBURON CA 94920</b>	2.4 CITY-ST-ZIP	<b>Greenbrae, CA 94904</b>
TITLE	<b>T</b> <input checked="" type="checkbox"/> DELETE	3.1 TITLE	<b>Treasurer</b> <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	<b>BOOTH, STUART W</b>	3.2 NAME	<b>Domenic J. Falcone</b>
STREET ADDRESS	<b>1103 CALDER LANE</b>	3.3 STREET ADDRESS	<b>11052 Canyon Vista Drive</b>
CITY-ST-ZIP	<b>WALNUT CREEK CA 94588</b>	3.4 CITY-ST-ZIP	<b>Cupertino, CA 95014</b>
TITLE	<b>T</b> <input checked="" type="checkbox"/> DELETE	4.1 TITLE	<b>Vice President, General Counsel</b> <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	<b>DONNELLY, MICHAEL J</b>	4.2 NAME	<b>Douglas A. Oglesby</b>
STREET ADDRESS	<b>33 SANDERS RANCH RD.</b>	4.3 STREET ADDRESS	<b>112 Oxford Drive</b>
CITY-ST-ZIP	<b>MORAGA CA 94558</b>	4.4 CITY-ST-ZIP	<b>Moraga, CA 94556</b>
TITLE	<b>V</b> <input type="checkbox"/> DELETE	5.1 TITLE	<b>Director, President, CEO</b> <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	<b>DOUCETTE, WILLIAM R</b>	5.2 NAME	<b>Scott W. Gebhardt</b>
STREET ADDRESS	<b>2570 WHISPER WIND CT.</b>	5.3 STREET ADDRESS	<b>126 Madrone Avenue</b>
CITY-ST-ZIP	<b>ROSWELL GA 30076</b>	5.4 CITY-ST-ZIP	<b>Belvedere, CA 94920</b>
TITLE	<b>D</b> <input type="checkbox"/> DELETE	6.1 TITLE	<b>Vice President</b> <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>FARRIS, GRANT A</b>	6.2 NAME	<b>Grant Farris</b>
STREET ADDRESS	<b>1015 TRAPPER HILL</b>	6.3 STREET ADDRESS	
CITY-ST-ZIP	<b>HOUSTON TX 77007</b>	6.4 CITY-ST-ZIP	

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: **Douglas A. Oglesby**

*[Signature]*

**3/3/98**

**415-733-4500**

CR2E034 (10/97)