

F97000004802

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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TREASURY

F97000004802
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12-9-02
0130

PREMIER CORPORATE SERVICES, INC.

208 South LaSalle Street, Suite 1855
Chicago, IL 60604
(312) 346-3606 (800) 934-2556
Fax: (312) 346-3607

December 4, 2002

VIA Regular Mail

Division Of Corporations
Florida Department Of State
409 E. Gaines Street
Tallahassee, FL 32399

RE: Enron Energy Marketing Corp.

Dear Sir or Madam:

On behalf of the above captioned foreign entity, enclosed are the appropriate forms to withdraw the entity, along with our check in payment of the filing fees.

Please file with your office and return the duplicate copy, file stamped, as evidence to my attention at the letterhead address.

If you have any questions, please contact me on our toll-free line at 800-934-2556, prior to returning the documents.

Thank you.

Sincerely,



Tony Alexander

TA/smc.
Encl.

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA**

ENRON ENERGY MARKETING CORP.

(Name of Corporation)

CALIFORNIA

(Incorporated Under Laws Of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address for the corporation:

1400 SMITH ST.

(Mailing Address)

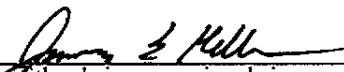
HOUSTON, TX 77002

(City/ State /Zip)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

The corporation agrees to notify the Department of State in the future of any change in its mailing address.



Signature of the chairman or vice chairman of the board,
president, or any officer, or if the corporation is in the hands of a
receiver, trustee, or other court-appointed fiduciary, by that fiduciary.

VICE PRESIDENT

Title

JAMES E. KELLER

Typed or printed name

NOVEMBER 20, 2002

Date

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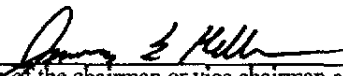
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TALLAHASSEE, FLORIDA

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 VICE PRESIDENT
Signature of the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary. Title
JAMES E. KELLER NOVEMBER 20, 2002
Typed or printed name Date