


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

**FILED**  
**May 10, 1999 8:00 am**  
**Secretary of State**

05-10-1999 90072 033 \*\*\*150.00

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PROFIT CORPORATION ANNUAL REPORT <b>1999</b>		FLORIDA DEPARTMENT OF STATE <b>Katherine Harris</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # F98000000291**

1. Corporation Name  
~~ATLANTIC UTILITIES COMPANY~~  
**SOUTHERN UNION COMPANY DBA**  
~~ATLANTIC UTILITIES COMPANY~~

Principal Place of Business 504 LAVACA ST., #800 AUSTIN TX 78701	Mailing Address 504 LAVACA ST., #800 AUSTIN TX 78701
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified <b>01/16/1998</b>	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number <b>75-0571592</b>	Applied For Not Applicable
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75</b> Additional Fee Required
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	<b>\$5.00</b> May Be Added to Fees
24	Country	29	Country	8. This corporation owes the current year Intangible Personal Property Tax. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent

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

10. Name and Address of New Registered Agent

81	Name
82	Street Address (P.O. Box Number is Not Acceptable)
83	
84	City
85	Zip Code

**FL**

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 \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	DCEO <input checked="" type="checkbox"/> DELETE	1.1 TITLE	CEO/COO/P <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	LINDERMANN, GEORGE L	1.2 NAME	PETER H. KELLY
STREET ADDRESS	504 LAVACA ST., #800	1.3 STREET ADDRESS	504 LAVACA STE 800
CITY-ST-ZIP	AUSTIN TX 78701	1.4 CITY-ST-ZIP	AUSTIN TX 78701
TITLE	DCS <input checked="" type="checkbox"/> DELETE	2.1 TITLE	SECRETARY <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	BRENNAN, JOHN E	2.2 NAME	MORGAN, DENNIS K
STREET ADDRESS	504 LAVACA ST., #800	2.3 STREET ADDRESS	504 LAVACA STE 800
CITY-ST-ZIP	AUSTIN TX 78701	2.4 CITY-ST-ZIP	AUSTIN TX 78701
TITLE	PCOO <input type="checkbox"/> DELETE	3.1 TITLE	ASST SECRETARY <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	KELLEY, PETER H	3.2 NAME	CASEY, MARY JO
STREET ADDRESS	504 LAVACA ST., #800	3.3 STREET ADDRESS	504 LAVACA, STE 800
CITY-ST-ZIP	AUSTIN TX 78701	3.4 CITY-ST-ZIP	AUSTIN TX 78701
TITLE	VCFO <input checked="" type="checkbox"/> DELETE	4.1 TITLE	ASST SECRETARY <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	ENDRES, RONALD J	4.2 NAME	GROCE, SUSAN
STREET ADDRESS	504 LAVACA ST., #800	4.3 STREET ADDRESS	504 LAVACA STE 800
CITY-ST-ZIP	AUSTIN TX 78701	4.4 CITY-ST-ZIP	AUSTIN TX 78701
TITLE	V <input checked="" type="checkbox"/> DELETE	5.1 TITLE	ASST SECRETARY <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	CAPEZZUTI, NANCY M	5.2 NAME	SHERBENO, JOAN K
STREET ADDRESS	504 LAVACA ST., #800	5.3 STREET ADDRESS	504 LAVACA, STE 800
CITY-ST-ZIP	AUSTIN TX 78701	5.4 CITY-ST-ZIP	AUSTIN, TX 78701
TITLE	VS <input type="checkbox"/> DELETE	6.1 TITLE	REGIONAL V.P. <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	MORGAN, DENNIS K	6.2 NAME	KARA, ALEXANDER
STREET ADDRESS	504 LAVACA ST., #800	6.3 STREET ADDRESS	504 LAVACA, STE 800
CITY-ST-ZIP	AUSTIN TX 78701	6.4 CITY-ST-ZIP	AUSTIN, TX 78701

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, with all other like empowered.

SIGNATURE: \_\_\_\_\_ SENIOR VICE PRESIDENT & CONTROLLER  
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (11/98)