

F98000005291

OF CORPORATION SYSTEM

120 South Central Avenue
Clayton, MO 63105
Tel. 314 863 1119
Fax 314 863 0794

September 15, 1998

Secretary of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

400002644564--9
-09/21/98--01077--001
*****70.00 *****70.00

Re: ONEOK POWER MARKETING COMPANY (DE DOM)
Order #: 1364817

Counsel: Gabl Gotwls, Mock, Schwabe
Kihle & Gaberino
Att: Mr. Barbara Holscher
100 West 5th, Ste. 100
Tulsa, OK 74103-4219

Gentlemen:

As requested by counsel, we enclose for filing
APPLICATION FOR CERTIFICATE OF AUTHORITY on behalf of
this corporation, together with funds in payment of the
required fees. This document should be filed upon
receipt.

Evidence of the filing should be returned to this office.

If you have any questions or if for any reason the filing
cannot be effected promptly, please notify this office of
the details by calling our toll-free number: 800-325-
2671.

Very truly yours,

Kathy
Kathleen M. Odum
Sr. Customer Specialist

Enclosure(s)

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9/21

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO 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. ONEOK Power Marketing Company
(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. 73-1515508
(FEI number, if applicable)
4. September 6, 1996
(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 817.156, F.S.))
7. 100 W. Fifth Street, Suite 1800, Tulsa, Oklahoma 74103

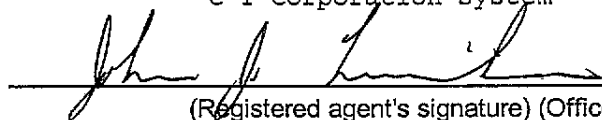
(Current mailing address)
8. See attached purpose clause
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:

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


(Registered agent's signature) (Officer)

John J. Linnihan, Asst. VP

(Type Name and Title of Officer)

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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. William R. DeWare

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

14. William R. DeWare, Vice President

(Typed or printed name and capacity of person signing application)

Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Purpose Clause of
ONEOK Power Marketing Company**

The purpose of the Corporation shall be to conduct or promote the business of buying, selling, exchanging, trading and other dealing in and with electric power and all other business necessary or convenient in respect thereto.

DIRECTORS OF ONEOK POWER MARKETING COMPANY

Name and Social Security Number	Business Address	Home Address
Larry W. Brummett Chairman of the Board 442-54-6944	P.O. Box 871 Tulsa, OK 74102-0871	10520 S. Hudson Place Tulsa, OK 74137
Edwyna G. Anderson Director 512-34-8793	Retired	One Trimont Lane No. 420B Pittsburgh, PA 15211
William M. Bell Director 442-36-4614	P.O. Box 25848 Oklahoma City, OK 73125	2501 N.W. Grand Blvd. Oklahoma City, OK 73116
Douglas R. Cummings Director 448-24-0542	P.O. Box 57880 Oklahoma City, OK 73157-7880	6815 N. Country Club Drive Oklahoma City, OK 73116
Howard R. Fricke Director 352-28-7742	700 SW Harrison Street Topeka, KS 66636-0001	2326 South West Mayfair Pl. Topeka, KS 66611
William L. Ford Director 445-42-9330	P.O. Box 1567 Shawnee, OK 74801	14 Country Club Road Shawnee, OK 74801
J. M. Graves Director 441-20-8013	2455 E. 51 Street, Suite 100 Tulsa, OK 74105	2219 E. 45 Place Tulsa, OK 74105
Stephen J. Jatras Director 172-20-2205	Retired	6123 S. Florence Place Tulsa, OK 74136
Steven L. Kitchen Director 512-20-0588	818 Kansas Avenue P.O. Box 889 Topeka, KS 66612	10047 SW 101 Street Auburn, KS 66402-9615
David L. Kyle Director 448-56-2473	P.O. Box 871 Tulsa, OK 74102-0871	4616 E. 94 Street South Tulsa, OK 74137
Bert H. Mackie Director 445-40-8568	P.O. Box 1272 Enid, OK 73702	3218 Neilson Drive Enid, OK 73703
Douglas Ann Newsom, Ph.D. Director 457-14-1585	P.O. Box 32930 Fort Worth, TX 76129	4237 Shannon Drive Fort Worth, TX 76116
Gary D. Parker Director 444-44-8131	201 State Muskogee, OK 74401	2700 Michael Road Muskogee, OK 74403
J. D. Scott Director 451-38-5217	Retired	Route 1, Box 366 Depew, OK 74028
Stanton L. Young Director 448-22-8371	P.O. Box 1466 Oklahoma City, OK 73101	1212 Davinbrook Oklahoma City, OK 73118

ONEOK Power Marketing Company Officers

Larry W. Brummett	Chairman of the Board
David L. Kyle	President
John A. Gaberino, Jr.	Senior Vice President and General Counsel
Donald T. Jacobsen	Vice President
Christopher R. Skoog	Vice President
William R. DeWare	Vice President
Jerry D. Neal	Vice President, Treasurer and Chief Financial Officer
Deborah B. Barnes	Corporate Secretary and Associate General Counsel
Nancy Robertson	Assistant Secretary

All business addresses are: 100 W. Fifth Street
Tulsa, OK 74103

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ONEOK POWER MARKETING COMPANY" 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-SEVENTH DAY OF JULY, A.D. 1998.

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.

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SECRETARY OF STATE
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Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

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07-27-98