

REJECTED
05-02-2002 90105 022 ***150.00

FILED
F9900006063

02 MAY 24 AM 9:54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOR PROFIT CORPORATION UNIFORM BUSINESS REPORT (UBR)

DOCUMENT # F9900006063

1. Entity Name

Enron Communications Leasing Corp.

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business

210 S.W. Morrison St.

Suite, Apt. #, etc.
Suite 400

City & State

Portland Oregon

Zip

97204

Country

USA

3. Mailing Address

c/o 1650 Highway 6

Suite, Apt. #, etc.
Suite 100

City & State

Sugar Land, TX

Zip

77478

Country

U.S.A.

4. FEI Number

76-0611232

Applied For

Not Applicable

5. Certificate of Status Desired

\$8.75 Additional
Fee Required

DO NOT WRITE IN THIS SPACE

**DO NOT WRITE
IN THIS SPACE**

7. Name and Address of Current Registered Agent

Name

NCAI Services, Inc.

Street Address (P.O. Box Number is Not Acceptable)

526 East Park Avenue

City

Tallahassee

FL

Zip Code
32301

8. 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

Signature: (typed or printed name of registered agent and date if applicable)

(NOTE: Registered Agent signature required when reinstating)

DATE

9. This corporation is eligible to satisfy its intangible
Tax filing requirement and elects to do so.
(See criteria on back)

January 1st - May 1st Fee is \$150.00
After May 1st Fee is \$350.00
Amended UBR is \$6125
Make Check Payable to Department of State

10. Election Campaign Financing
Trust Fund Contribution.

\$5.00 May Be
Added to Fees

11. OFFICERS AND DIRECTORS

TITLE	D/VP/T
NAME	Raymond N. Bowen, Jr.
STREET ADDRESS	1400 Smith St.
CITY-ST-ZIP	Houston, TX 77002
TITLE	D/VP/EC
NAME	Cynthia Harkness
STREET ADDRESS	1400 Smith St
CITY-ST-ZIP	Houston, TX 77002
TITLE	C.O.O.
NAME	Edward S. Smida
STREET ADDRESS	1400 Smith St.
CITY-ST-ZIP	Houston, TX 77002
TITLE	VP/S
NAME	Angus H. Davis
STREET ADDRESS	1400 Smith St.
CITY-ST-ZIP	Houston, TX 77002
TITLE	AS
NAME	Kate B. Cole
STREET ADDRESS	1400 Smith St.
CITY-ST-ZIP	Houston, TX 77002
TITLE	
NAME	See Attached List
STREET ADDRESS	
CITY-ST-ZIP	

TITLE	
NAME	
STREET ADDRESS	
CITY-ST-ZIP	
TITLE	
NAME	
STREET ADDRESS	
CITY-ST-ZIP	
TITLE	
NAME	
STREET ADDRESS	
CITY-ST-ZIP	
TITLE	
NAME	
STREET ADDRESS	
CITY-ST-ZIP	

**DO NOT WRITE
IN THIS SPACE**

13. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(f), Florida Statutes. I further certify that the information indicated on this report or supplemental 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 11 or on an attachment with an address, with all other like empowered.

SIGNATURE:

Gregory M. Apke
Gregory M. Apke attorney in fact
4/17/02

(281) 565-7905

SIGNATURE AND TYPE OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

CR2E034B (12/01)

Attachment # F 99 0000 06063 / 644628
Zal4

Enron Communications Leasing Corp.

Federal ID #: 76-0611232

Directors:

Address:

Raymond M. Bowen, Jr.

Director
1400 Smith Street
Houston, TX 77002

Cynthia Harkness

Director
1400 Smith Street
Houston, TX 77002

Officers:

Address:

Raymond M. Bowen, Jr.

Exec. V.P., Finance, Treasurer
1400 Smith Street
Houston, TX 77002

Richard G. DiMichele

Managing Director
1400 Smith Street
Houston, TX 77002

Edward S. Smida

Chief Operating Officer
1400 Smith Street
Houston, TX 77002

Angus H. Davis*

Vice President and Secretary
1400 Smith Street
Houston, TX 77002

Anthony C. Duenner

Vice President
1400 Smith Street
Houston, TX 77002

Daryl W. Dunbar

Vice President
1400 Smith Street
Houston, TX 77002

James A. Ginty

Vice President, Tax
1400 Smith Street
Houston, TX 77002

Cynthia Harkness

Vice President, Tax
1400 Smith Street
Houston, TX 77002

Kevin Moss

Vice President
1400 Smith Street
Houston, TX 77002

Paul H. Racicot

Vice President
1400 Smith Street
Houston, TX 77002

Attachment # F99000006063 / 644628

30/4

Elaine V. Overturf

Deputy Corporate Secretary
1400 Smith Street
Houston, TX 77002

Kate B. Cole

Assistant Secretary
1400 Smith Street
Houston, TX 77002

Susan K. Musch

Assistant Secretary
1400 Smith Street
Houston, TX 77002

Lori Pinder-Metz*

Assistant Secretary
1400 Smith Street
Houston, TX 77002

Attachment # F 99000006063 / 644628
404

LIMITED POWER OF ATTORNEY

KNOW ALL MEN, that Enron Communications Leasing Corp., a corporation duly created, organized and existing under and by virtue of the laws of the State of Nevada, in the United States of America, having its principal office at 210 SW Morrison Street, Suite 400, Portland, Oregon, 97204, USA ("Company"), does hereby constitute and appoint Robert D. Kimbrell or Gregory M. Apke, either one of them acting alone, (hereinafter referred to as "Agent"), of Apke & Kimbrell, L.L.P., with a place of business at 1650 Highway 6, Suite 100, Sugar Land, Texas 77478, its true and lawful attorney, to carry on the specified business and affairs of said Company strictly related and limited to the preparation and filing of state-required Annual Reports and ancillary documents with the respective state agency and to pay certain taxes and fees due from Company on a reimbursement basis and for that purpose:

- (1) To act on behalf of Company with reference to Annual Report matters, Annual Reports and returns of Company within the United States, including the preparation and filing of Annual Reports, returns and related exhibits or filings and to execute the same on behalf of Company; and
- (2) To make payments for taxes, filing fees or costs associated with Annual Reports or returns or fees owed by Company; and
- (3) To ask, demand, recover and receive of and from all tax authorities, all sums of money and interest owing, refundable or payable to Company, or that at any time hereafter becomes owing or belongs to Company; and
- (4) Generally, to do, execute and perform any other act, deed, matter or thing that ought to be done, executed or performed, or that, in the opinion of said Agent, ought to be done, executed, or performed, in and about the Annual Reports and returns of Company, of every nature and kind, as fully and effectually as said Company could do if it were personally present.

Company does hereby agree to, and hereby does ratify and confirm, all of whatsoever said Agent shall lawfully do or cause to be done by virtue of this Power related and limited to Annual Report and return filings.

All of the foregoing rights, powers, authorities and privileges shall be effective on November 1, 2001, and shall automatically be revoked when the Agreement for Project Services by Apke & Kimbrell, L.L.P., dated November 1, 2001, has been terminated.

IN WITNESS WHEREOF, an authorized officer of Company has signed this instrument in the County of Harris, State of Texas, United States of America, on the 5th day of OCTOBER, 2001.

ENRON COMMUNICATIONS LEASING CORP.

By: Lori Pinder-Metz COA
Lori Pinder-Metz, Assistant Secretary