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Mar 11 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # K10840 (2)
1. Corporation Name
PROGRESS ENERGY CORPORATION



Principal Place of Business: C/O PAULINE M. FRY, ONE PROGRESS PLAZA P.O. BOX 33042, ST. PETERSBURG FL 33701-4306
Mailing Address: C/O PAULINE M. FRY, ONE PROGRESS PLAZA P.O. BOX 33042, ST. PETERSBURG FL 33701-4353

3. Date Incorporated or Qualified: 01/06/1988
3a. Date of Last Report: 03/25/1996
4. FEI Number: 59-2865986
5. Certificate of Status Desired: \$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution: \$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes: Yes No

2. Principal Place of Business (21-24) and 2a. Mailing Address (25-28) fields with sub-fields for Suite, Apt. #, City & State, Zip, and Country.

9. Name and Address of Current Registered Agent: FRY, PAULINE M., ONE PROGRESS PLAZA, SUITE 2800, ST. PETERSBURG FL 33701
10. Name and Address of New Registered Agent (81-85) fields for Name, Street Address, City, and 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: [Signature] (NOTE: Registered Agent signature required when reinstating) DATE:

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE: DVT	HEINICKA, JEFFREY R 3201 34TH STREET SOUTH ST PETERSBURG FL 33701	1.1 TITLE	
TITLE: S	HALEY, KATHLEEN M. ONE PROGRESS PLAZA ST. PETERSBURG FL	2.1 TITLE	
TITLE: PD	BONNER, ROLAND C 3401-34TH ST. SO. ST. PETERSBURG FL	3.1 TITLE	
TITLE: DC	CRITCHFIELD, JACK B ONE PROGRESS PLAZA ST PETERSBURG FL	4.1 TITLE	
TITLE: D	KORPAN, RICHARD ONE PROGRESS PLAZA ST PETERSBURG FL	5.1 TITLE	800002111148 -03/12/97--01058--016 ***165.00
TITLE: D	KELLER, RICHARD D ONE PROGRESS PLAZA ST PETERSBURG FL	6.1 TITLE	

14. I do 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: [Signature] Kathleen M. Haley, Secretary 3/5/97 (813) 824-6531
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR DATE DAYTIME PHONE # 0372181

CR2E034 (9/96)

VB 3-11

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PROGRESS ENERGY CORPORATION

**NAMES OF OFFICERS
AND DIRECTORS**

<u>TITLE</u>	<u>STREET ADDRESS</u>	<u>CITY AND STATE</u>
Bonner, Roland C. D/P	3401 34th St. So.	St. Petersburg, FL 33711
Haley, Kathleen M. S	One Progress Plaza	St. Petersburg, FL 33701
Heinicka, Jeffrey R. D/V/T	3201 34th St. So.	St. Petersburg, FL 33711
Stephens, Albert H. GC	3401 34th St. So.	St. Petersburg, FL 33711
Critchfield, Jack B. D/C	One Progress Plaza	St. Petersburg, FL 33701
Keller, Richard D.	One Progress Plaza	St. Petersburg, FL 33701
Korpan, Richard D	One Progress Plaza	St. Petersburg, FL 33701
Alff, Robert K. V	3401 34th St. So.	St. Petersburg, FL 33711
Lander, Joseph H. V	3401 34th St. St.	St. Petersburg, FL 33711
Hopkins,II, Samuel M. CO	One Progress Plaza	St. Petersburg, FL 33701

- C = Chairman of the Board
- D = Director
- P = President
- S = Secretary
- T = Treasurer
- V = Vice President
- CO = Controller
- GC = General Counsel