L01 000012186

ACCOUNT NO. : 072100000032

REFERENCE : 603166 7231625

AUTHORIZATION : Patricia Pizzuto

COST LIMIT : $ 25.00

ORDER DATE : May 30, 2002

ORDER TIME : 3:10 PM

ORDER NO. : 603166-100

CUSTOMER NO: 7231625

CUSTOMER: Ms. Ann Fanning
Progress Energy, Inc
411 Fayetteville Street

Raleigh, NC 27601

RECEIVED 02 OCT -7 AM 8:48

CHANGE OF AGENT

BK

NAME: CEREDO LIQUID TERMINAL, LLC

FILED 02 OCT -7 PM 1:58 SECRETARY OF STATE TALLAHASSEE, FLORIDA

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PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_______ CERTIFIED COPY
XX_______ PLAIN STAMPED COPY

CONTACT PERSON: Troy Todd -- EXT# 1140

EXAMINER: ____________________

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR LIMITED LIABILITY COMPANY

Pursuant to the provisions of sections 608.416 or 608.508, Florida Statutes, the undersigned limited liability company submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the limited liability company is: CEREDO LIQUID TERMINAL, LLC

2. The mailing address of the limited liability company is : c/o Shareholder Relations 410 South Wilmington Street, P.O. Box 1551 - PEB 17B5, Raleigh, NC 27601

3. Date of filing/registration in Florida: 07/20/2001

4. Document number: L01000012186

5. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

Ann M. Ford
Name

100 Central Ave.
Address

St. Petersburg, FL 33701
City, State and Zip

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TALLAHASSEE, FLORIDA

6. The name and address of the new registered agent and/or office:

Corporation Service Company
Name

1201 Hays Street
Florida street address (P.O. Box **NOT** acceptable)

Tallahassee FL 32301
City, State and Zip

If the limited liability company is not organized under the laws of the State of Florida, it is hereby confirmed that after the change or changes are made, the Florida street address of the registered office and the business office of the registered agent will be identical. Or, in the case of a Florida limited liability company, it is hereby confirmed that the change(s) was/were authorized by an affirmative vote of the members of the limited liability company or as otherwise provided in the articles of organization or the operating agreement of the limited liability company.

Laura R. Dunlap
(Signature of a member or authorized representative of a member)

Laura R. Dunlap, Attorney in Fact
(Printed or typed name of signee)

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 obligations of my position as registered agent as provided for in Chapter 608, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

Cynthia L. Harris
(Signature of Registered Agent)

Cynthia L. Harris
as its agent

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

INHS18(10/99)

FILING FEE: $25.00