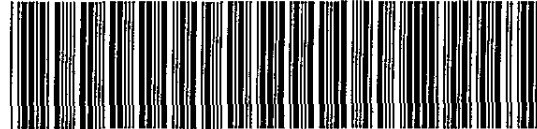


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04 FEB 26 PM 12:30

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only

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**FILED**  
Denise A. Millovitch  
Assistant to the  
Corporate Secretary  
04 FEB 26 PM 12:30  
702 North Franklin Street  
Tampa, Florida 33602  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
Phone: (813) 228-1431  
Fax: (813) 228-1328

February 26, 2004

**Via Federal Express**

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

Re: Foreign Qualifications

Dear Sir or Madam:

Enclosed are good standing certificates and applications (in duplicate original) for authorization to transact business in Florida for the following entities:

Union Power I, LLC (general partner of Union Power Partners, L.P.)  
UPP Finance Co, LLC  
Panda Gila River I, LLC (general partner of Panda Gila River, L.P.)  
Trans-Union Interstate I, LLC (general partner of Trans-Union Interstate Pipeline, L.P.)  
Union Power Partners, L.P.  
Panda Gila River, L.P.  
Trans-Union Interstate Pipeline, L.P.

Designation of registered agent and certificate of status fees are included in the fees paid for each entity. Please forward the certificates of status to me at the address listed above. I have enclosed a return Federal Express envelope for your convenience.

If you have any questions, please call me at (813) 228-1431.

Very truly yours,

  
Denise A. Millovitch  
Paralegal

Enclosures

FILED

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACTION TO  
TRANSACTION TO  
TRANSACTION TO

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN  
LIMITED LIABILITY COMPANY TO TRANSACTIONS IN THE STATE OF FLORIDA:

1. Union Power I, LLC  
(Name of foreign limited liability company)
2. Delaware  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 75-2815378  
(FEI number, if applicable)
4. March 17, 1999  
(Date of Organization)
5. Perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. January 14, 2004  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.135, F.S.))
7. 702 N. Franklin Street  
Tampa, Florida 33602  
(Street address of principal office)
8. If limited liability company is a manager-managed company, check here ☒
9. The name and usual business addresses of the managing members or managers are as follows:

<u>John T. Duff</u>	<u>Charles R. Black</u>
<u>Manager</u>	<u>Manager</u>
<u>702 N. Franklin Street</u>	<u>702 N. Franklin Street</u>
<u>Tampa, Florida 33602</u>	<u>Tampa, Florida 33602</u>
10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)
11. Nature of business or purposes to be conducted or promoted in Florida: To transact any or all lawful business for which limited liability companies may be organized to transact under the limited liability company act.

[Signature]  
Signature of a member or an authorized representative of a member.  
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)  
TECO-PANDA Generating Company, LP, as sole member

By: JOHN T. DUFF, Manager

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,  
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING  
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE  
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Union Power I, LLC

2. The name and the Florida street address of the registered agent and office are:

David E. Schwartz

(Name)

702 N. Franklin Street

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tampa,

FL 33602

(City/State/Zip)

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating 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.*

  
(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

# Delaware

*The First State*

PAGE 1

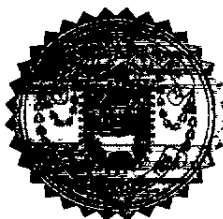
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF  
DELAWARE, DO HEREBY CERTIFY "UNION POWER I, LLC" IS DULY FORMED  
UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING  
AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE  
SHOW, AS OF THE TWENTY-SIXTH DAY OF JANUARY, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE  
BEEN PAID TO DATE.



3017965 8300

040052499

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2890430

DATE: 01-26-04