

m99000000885



ACCOUNT NO. : 072100000032

REFERENCE : 265984 7113216

AUTHORIZATION : Patricia Rojas

COST LIMIT : \$ 285

ORDER DATE : June 7, 1999

ORDER TIME : 3:34 PM

ORDER NO. : 265984-010

CUSTOMER NO: 7113216

500002905875-2

CUSTOMER: Ms. Nancy Manning
U.s. Generating Company
7500 Old Georgetown Rd
13th Floor
Bethesda, MD 20814-6161

FOREIGN FILINGS

NAME: BRAHMAN GENERATING COMPANY,
LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

Name	6/16/99
Availability	dec
Document	XX CERTIFIED COPY
Examiner	PLAIN STAMPED COPY
Updater	CERTIFICATE OF GOOD STANDING
Updater	DCC
Verifier	DCC
No. judgement	DCC
W. P. Verifier	DCC

CONTACT PERSON: Christine Lillich

FILED
99 JUN 15 PM 4:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 JUN 15 PM 3:56
OFFICE OF THE SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

m99000000885

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

- FILED
JUN 15 PM 4:05
99
SECRET
TALAMON, EEL, LORRAINE
er MGR who

NAME & ADDRESS: **TITLE:** **NAME & ADDRESS:** **TITLE:**

Brahman Power Corporation Member
7500 Old Georgetown Road
Bethesda, MD 20814-6161

9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state 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.)

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The member or authorized representative of a member of Brahman Generating
Company, LLC certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 100 ;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ -0- ;
(A description of the property is attached and made a part hereto.)
and
- 4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$ 100 ;
(This total includes amounts from 2 and 3 above.)

BRAHMAN POWER CORPORATION

By: _____

Signature of a member or an authorized representative of a member,
(In accordance with section 608.408(3), Florida Statutes, the execution of this
affidavit constitutes an affirmation under the penalties of perjury that the facts
stated herein are true.)

Sanford L. Hartman, Secretary

Typed or printed name of signee

FILED
99 JUN 15 PM 4:05
CLERK OF DISTRICT COURT
ALABAMA, FLORIDA

Filing Fee: \$250.00 for Application and Affidavit

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

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:

Brahman Generating Company, LLC

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

Corporation Service Company
(Name)

1201 Hays Street

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

Tallahassee, FL 32301

City/State/Zip

FILED
99 JUN 15 PM 4:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

By: 
(Signature)

Filing Fee: \$ 35 for Designation of Registered Agent

State of Delaware

PAGE 1

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BRAHMAN GENERATING COMPANY, 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 EIGHTH DAY OF JUNE, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
99 JUN 15 PM 4:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3042036 8300

991228467

9790565

06-08-99



Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: