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| $\boldsymbol{C}$ | ጥ | CORPORATION | SYSTEM          |
|------------------|---|-------------|-----------------|
| ι.               |   | CLICALITY   | الفتلد المالدات |

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 (

(850)222-1092

City

State

Zip

Phone

600002922356--1 -07/02/99--01067--002 \*\*\*\*285.00 \*\*\*\*285.00

#### CORPORATION(S) NAME

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|--|--|---|
| Reliant Energy Osc   | eola Holding Co. I, L  | LC P  |
| The second of th | The same of the sa | PH 25: 36   |
| ()Profit<br>()NonProfit<br>★ Limited Liability Company   | () Amendment (5)   | () Merger   |
| Foreign  | () Dissolution/Withdraw  | al () Mark  |
| () Limited Partnership () Reinstatement () Limited Liability Partne () Certified Copy  | () Annual Report<br>() Reservation<br>ership<br>() Photo Copies  | () Other<br>() Change of R.A.<br>() Fictitious Name<br>() CUS |
| () Cail When Ready<br>★ Walk In<br>() Mail Out   | () Call if Problem<br>() Will Wait   | ( ) After 4:30<br>(x) Pick Up                                 |
| Name<br>Availability<br>Document<br>Examiner   | 7/2/99 PLEA  | SE RETURN EXTRA COPY(S) FILE STAMPED S THANKS JOEY            |
| Updater<br>Verifier  |  |   |
| Acknowledgment   | <b></b>  | 20  |
| W.P. Verifier  |  | 7   |

# APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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:

| 4 - 21 - 2 - 2 - 2 - 2 - 2   | - I di a a Co T                       | TTC   | 4                                      | 3                                       |
|--|---------------------------------------|---|--|---|
| <ol> <li>Reliant Energy Osceola H         (Name of foreign limited liability company" or their abbreviations "l</li> </ol> | company must end                      | with the words "limited liability c                                     | ompany" or "limited esent.)            | 2 |
| 2.Delaware   | 3                                     | .pending  |  | _ 2 300                                 |
| (Jurisdiction under the law of whit company is organized)  |                                       |   | pplicable)                             | 12: 36<br>24 Dec                        |
| 4 June 17, 1999  | 5.                                    | Perpetual   |  |   |
| (Date of Organization  | on)                                   | (Duration: Year limited liability cease to exist or "perpetual")        | company will                           |   |
| 6. Upon Qualifuate   | Wn<br>Abusiness in Florid             | la. (See sections 608.501, 608.502                                      | 2 and \$17 155 F.S.)                   |   |
| (Date first transacte  | d business in Floric                  | ia. (Bee sections 606.501, 606.502                                      | z una 01/.155, x .6.,                  |   |
| 7. 1111 Louisiana, Houston   | , Texas 77002                         |   | ·                                      | <u> </u>                                |
|  |                                       |   |  |   |
|  |                                       |   |  |   |
|  | (Street add                           | lress of principal office)  |  |   |
| 8. List name, title, and business will manage the foreign limit  | address of each                       | -   | or manager [MGR<br>lonal page if neces | t] who<br>ssary)                        |
| 8. List name, title, and business will manage the foreign limit  | address of each                       | managing member [MGRM]  | or manager [MGR<br>ional page if neces | t] who<br>ssary)                        |
| will manage the foreign limit  | address of each<br>ted liability comp | managing member [MGRM] oany in Florida: (attach additi                  | ional page II neces                    | t] who<br>ssary)                        |
| will manage the foreign limit  | address of each ted liability comp    | managing member [MGRM] oany in Florida: (attach additi                  | ional page II neces                    | t] who<br>ssary)                        |
| will manage the foreign limit  NAME & ADDRESS:  J. Douglas Divine  1111 Louisiana,   | address of each ted liability comp    | managing member [MGRM] oany in Florida: (attach additi  NAME & ADDRESS: | TITLE:                                 | t] who<br>ssary)                        |
| will manage the foreign limit  NAME & ADDRESS:  J. Douglas Divine  | address of each ted liability comp    | managing member [MGRM] oany in Florida: (attach additi                  | TITLE:                                 | t] who<br>ssary)                        |
| will manage the foreign limit  NAME & ADDRESS:  J. Douglas Divine  1111 Louisiana,   | address of each ted liability comp    | managing member [MGRM] oany in Florida: (attach additi  NAME & ADDRESS: | TITLE:                                 | t] who<br>ssary)                        |
| will manage the foreign limit  NAME & ADDRESS:  J. Douglas Divine  1111 Louisiana,   | address of each ted liability comp    | managing member [MGRM] oany in Florida: (attach additi  NAME & ADDRESS: | TITLE:                                 | c] who ssary)                           |
| will manage the foreign limit  NAME & ADDRESS:  J. Douglas Divine  1111 Louisiana,  Houston, TX 77002                      | address of each ted liability comp    | managing member [MGRM] oany in Florida: (attach additi  NAME & ADDRESS: | TITLE:                                 | ssary)                                  |
| will manage the foreign limit  NAME & ADDRESS:  J. Douglas Divine  1111 Louisiana,  Houston, TX 77002                      | address of each ted liability comp    | managing member [MGRM] oany in Florida: (attach additi  NAME & ADDRESS: | TITLE:                                 | ssary)                                  |
| will manage the foreign limit  NAME & ADDRESS:  J. Douglas Divine  1111 Louisiana,  Houston, TX 77002                      | address of each ted liability comp    | managing member [MGRM] oany in Florida: (attach additi  NAME & ADDRESS: | TITLE:                                 | ssary)                                  |
| will manage the foreign limit  NAME & ADDRESS:  J. Douglas Divine  1111 Louisiana,  Houston, TX 77002                      | address of each ted liability comp    | managing member [MGRM] oany in Florida: (attach additi  NAME & ADDRESS: | TITLE:                                 | ssary)                                  |

<sup>9.</sup> 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 hotocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

## 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.

| ۱. | The name of the Limited Liability Company is:                                   |  |  |  |
|----|---|--|--|--|
| _  | Reliant Energy Osceola Holding Co. I, LLC                                       |  |  |  |
| 2. | The name and the Florida street address of the registered agent and office are: |  |  |  |
|    | C T CORPORATION SYSTEM (Name)   |  |  |  |
|    | ` <i>'</i>  |  |  |  |
|    | 1200 South Pine Island Road Florida street address (P.O. Box NOT ACCEPTABLE)    |  |  |  |
|    | Plantation FL 33324   |  |  |  |
|    | (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.

C T CORFORATION SYSTEM

E.A. Wallace, Aset Secretary

Filing Fee: \$35 for Designation of Registered Agent

# AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

| 1) the above named limited liability company has at least two members;  2) the total amount of cash contributed by the member(s) is  (A description of the property other than cash contributed by member(s) is  (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  (This total includes amounts from 2 and 3 above.)  Signature of a member or 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.)  J. Douglas Divine, Manager | The undersigned member or authorized representative of a member of Reliant Energy  | gy Osceola           |
|--|--|----------------------|
| 2) the total amount of cash contributed by the member(s) is  (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  (This total includes amounts from 2 and 3 above.)  Signature of a member of 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.)  J. Douglas Divine, Manager   | Holding Co. I, LLC certifies:  | · · · · · · · ·      |
| 3) if any, the agreed value of property other than cash contributed by member(s) is  (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  (This total includes amounts from 2 and 3 above.)  Signature of a member of 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.)  J. Douglas Divine, Manager   | 1) the above named limited liability company has at least two members;   |                      |
| (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 (This total includes amounts from 2 and 3 above.)  Signature of a member or 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.)  J. Douglas Divine, Manager  | 2) the total amount of cash contributed by the member(s) is  | \$ <u>1,000.00</u> ; |
| 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is  (This total includes amounts from 2 and 3 above.)  Signature of a member or 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.)  J. Douglas Divine, Manager  | (A description of the property is attached and made a part hereto.)  | \$ 0.00;             |
| (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.)  J. Douglas Divine, Manager  | 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is   | \$ 1,000.00          |
| affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)  J. Douglas Divine, Manager  | Signature of a member or authorized representative of a member (In accordance with section 608.408(3), Florida Statutes, the execution of this | er.                  |
|  | affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)                                    |                      |
|  | J. Douglas Divine, Manager  Typed or printed name of signee  | •                    |

Filing Fee: \$250.00 for Application and Affidavit

(FL058 - 4/23/98)

### State of Delaware

PAGE

## Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RELIANT ENERGY OSCEOLA HOLDING CO. 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 FIRST DAY OF JULY, A.D. 1999. \_\_\_\_\_\_\_

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

**AUTHENTICATION:** 

07-01-99

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