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Acknowledgment

W.P. Verifier

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:

			w.f	0 700	
1. Reliant Energy Osceola,	LLC				
(Name of foreign limited liability	company must end	with the words "limited liability c	ompany" or "limited		
company" or their abbreviations "I	L.L.C." or "L.C." if i	not so contained in the name at pro	esent.)	655	
2.Delaware	3	pending		2 65.	
(Jurisdiction under the law of whi			pplicable)	- 6 强	
company is organized)				S OF	
4 Tune 17 1000	5	Perpetual		5	
4. June 17, 1999 (Date of Organization)		(Duration: Year limited liability	company will		
(2 01 0 8	,	cease to exist or "perpetual")	• •		
11 0 40 1					
6. Upon Vualituation	n d business in Florid	la. (See sections 608.501, 608.502	2 and 817.155, F.S.)		
(Date Mot handave	- Cubinob 1 1911	···· (•••••••••••••••••••••••••••••••••	, ,		
7. 1111 Louisiana, Houston,	, Texas 77002				
				-	
	(Street add	lress of principal office)			
8. List name, title, and business	address of each	managing member [MGRM]	or manager [MGR	C] who	
8. List name, title, and business will manage the foreign limit	address of each	managing member [MGRM]	or manager [MGR onal page if neces	C] who	
will manage the foreign limit	address of each a ted liability comp	managing member [MGRM]	or manager [MGR onal page if neces	t] who	· ••
8. List name, title, and business will manage the foreign limit NAME & ADDRESS:	address of each	managing member [MGRM] o pany in Florida: (attach additi	onal page if neces	t] who ssary)	
will manage the foreign limit	address of each a ted liability comp	managing member [MGRM] o pany in Florida: (attach additi	onal page if neces	C] who ssary)	
will manage the foreign limit NAME & ADDRESS: J. Douglas Divine	address of each ted liability comp	managing member [MGRM] o pany in Florida: (attach additi	onal page if neces	C] who ssary)	
will manage the foreign limit NAME & ADDRESS:	address of each ted liability comp	managing member [MGRM] o pany in Florida: (attach additi	onal page if neces	C] who ssary)	
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will manage the foreign limit NAME & ADDRESS: J. Douglas Divine 1111 Louisiana, Houston, TX 77002	address of each ted liability comp	managing member [MGRM] opany 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 red liability comp	managing member [MGRM] of pany in Florida: (attach addition name & Address:	onal page if neces	ssary)	

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 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, UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

	Reliant	Energy Osc	eola, LLC	
The name a	nd the Florida street addre	ess of the regis	stered agent and offic	ce are:
,,,,,,	C T C	DRPORATION S	SYSTEM	<u> </u>
		(Name)		
_		t <u>h Pine Isla</u>		-
	Florida street addres	s (P.O. Box <u>NO</u>]	[ACCEPTABLE)	
	Plantation	FL	33324	
	(0	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

(Signature)

E.A. Wallace Asst. Sceretary

Filing Fee: \$ 35 for Designation of Registered Agent

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

Th	e undersigned member or authorized representative of a member of Reliant Ener.	gy Osce ol a, 👸
<u>I</u>	LC certifies:	PH 18: 39
1)	the above named limited liability company has at least two members;	
2)	the total amount of cash contributed by the member(s) is	\$ <u>1,000.00</u> ;
•	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	\$ <u>0.00</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.)	\$ <u>1,000.00</u> .
	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.)	<u></u> -
	J. Douglas Divine, Manager Typed or printed name of signee	

Filing Fee: \$250.00 for Application and Affidavit

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, 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.

SECRETARY OF STATE OF STATE OF CORPORATIONS

Edward J. Freel, Secretary of State

AUTHENTICATION:

9843045

991270450

3057546 8300

DATE: 07-01-99