

VCBA **CHARLES BACLET AND ASSOCIATES, INC.** 99000001794
CBA is an affiliate of National Registered Agents, Inc.

VIA U.S. MAIL

January 2, 2001

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*****25.00 *****25.00

Division of Corporations
Florida Department of State
P. O. Box 6327
Tallahassee FL 32314

RE: Power System MFG., LLC

Dear Sir/Madam:

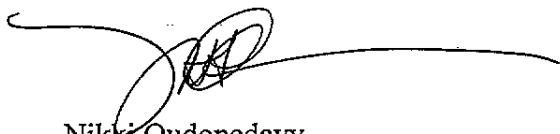
Enclosed for filing, please find the appropriate document required by your state for changing the registered agent to National Registered Agents, Inc. Also, please find a check in the amount of \$25.00 to cover your filing fees.

Please process as soon as possible and return a filed stamped copy in the enclosed self-addressed stamped envelope.

If you have any questions or if I can help you in any way possible, please call.

Very truly yours,

CHARLES BACLET AND ASSOCIATES, INC.



Nikki Oudonedavy

Enclosures

FILED
01 JAN - 8 PM 3:56
SECRETARY OF STATE
TALLAHASSEE FLORIDA
4/10

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**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: Power Systems MFG., LLC

2. The mailing address of the limited liability company is : _____

c/o Calpine Corporation, 50 West San Fernando Street, San Jose, CA 95113

November 15, 1999

M99000001794

3. Date of filing/registration in Florida

4. Document number

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

James Kraft

Name

1847 SW Stratford Way

Address

Palm City, FL 34990

City, State and Zip

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

NRAI Services, Inc.

Name

526 E. Park Avenue

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.

Lisa M. Bodensteiner

(Signature of a member or authorized representative of a member)

Lisa M. Bodensteiner, Assistant Secretary

(Printed or typed name of signer)

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.

Charles Baclet
(Signature of Registered Agent)

Charles Baclet, Vice President

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

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