- FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

May 17, 1999 8:00 am FLORIDA DEPARTMENT OF STATE Secretary of State CORPORATION Katherine Harris ANNUAL REPORT Secretary of State 05-17-1999 90053 022 ***150.00 1999 DIVISION OF CORPORATIONS DOCUMENT # P15293 1. Corporation Name 224722 - 20022 - DYNEGY ENGINEERING, INC. Principal Place of Business Mailing Address 1000 LOUISIANA 1000 LOUISIANA SUITE 5800 SUITE 5800 DO NOT WRITE IN THIS SPACE HOUSTON TX 77002 HOUSTON TX 77002 3. Date Incorporated or Qualified 07/21/1987 4. FEI Number Applied For 2. Principal Place of Business 2a. Mailing Address 76-0202686 21 26 Not Applicable Suite, Apt. #, etc. Suite, Apt. #, etc. \$8.75 Additional 5. Certificate of Status Desired 27 Fee Required 22 City & State City & State 6. Election Campaign Financing \$5.00 May Be 23 28 Trust Fund Contribution Added to Fees This corporation owes the current year Intangible Personal Zìo Country Zip Country Property Tax. Yes No 25 29 30 9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent 81 Name Street Address (P.O. Box Number is Not Acceptable) CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324 84 City 85 Zip Code 11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes. SIGNATURE Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) 12 OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 Addition Change TITLE DELETE 1.1 TITLE CLARKE, JOHN U. NAME 12 NAME 1000 LOUISIANA SUITE 5800 STREET ADDRESS 1.3 STREET ADDRESS HOUSTON TX 77002 CITY - ST - ZIP 1.4 CITY - ST - ZIP Addition DELETE 2.1 TITLE Change TITLE RANDOLPH, KENNETH E. 1000 LOUISIANA SUITE 5800 NAME 2.2 NAME STREET ADDRESS 2.3 STREET ADDRESS HOUSTON TX 77002 2.4 CITY - ST - ZIP CITY - ST - ZIP DELETE Change Addition TITLE 3.1 TITLE RYSER, DAN W. NAME 3.2 NAME 1000 LOUISIANA SUITE 5800 3.3 STREET ADDRESS STREET ADDRESS HOUSTON TX 77002 CITY - ST - ZIP 3.4 CITY - ST - ZIP

CITY - ST - ZIP HOUSTON TX 77002

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address, with all other like empowered.

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4.2 NAME 4.3 STREET ADDRESS

5.1 TITLE

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77002

GENE S. FOSTER

HOUSTON TX

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1000 LOUISIANA SUITE 5800

BROWNMAN, CHARLES H. 1000 LOUISIANA SUITE 5800

THOMAS G.

HOUSTON TX 77002

HOUSTON TX 77002

VICEPRES-ASST. SECR

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GENE FOSTER, ASST. TREAS-TAX 486 9

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