

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

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Apr 30 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P22727
1. Corporation Name

Enron Gas Liquids, Inc.

Principal Place of Business 1400 Smith Street Houston, TX 77002	Mailing Address P. O. Box 1188 Houston, TX 77251-1188
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DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified
01/26/1989

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country	4. FEI Number 76-0193183 Applied For Not Applicable	5. Certificate of Status Desired 8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
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9. Name and Address of Current Registered Agent

C T Corporation System
1200 South Pine Island Road
Plantation, FL 33324

10. Name and Address of New Registered Agent

81 Name	85 Zip Code
82 Street Address (P.O. Box Number is Not Acceptable)	
83	
84 City	FL

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 _____ (NOTE: Registered Agent signature required when re-instating) DATE _____

12. OFFICERS AND DIRECTORS

TITLE	DP	<input checked="" type="checkbox"/> DELETE
NAME	Alliaon, William V	
STREET ADDRESS	1400 Smith St	
CITY-ST-ZIP	Houston, TX 77002	
TITLE	M	<input checked="" type="checkbox"/> DELETE
NAME	Kaskel, Raymond R	
STREET ADDRESS	1400 Smith St	
CITY-ST-ZIP	Houston, TX 77002	
TITLE	S	<input type="checkbox"/> DELETE
NAME	Derrick, James V Jr	
STREET ADDRESS	1400 Smith St	
CITY-ST-ZIP	Houston, TX 77002	
TITLE	VT	<input type="checkbox"/> DELETE
NAME	Gathmann, William D	
STREET ADDRESS	1400 Smith St	
CITY-ST-ZIP	Houston, TX 77002	
TITLE	VS	<input type="checkbox"/> DELETE
NAME	Menchaca, Peggy B	
STREET ADDRESS	1400 Smith St	
CITY-ST-ZIP	Houston, TX 77002	
TITLE	V	<input type="checkbox"/> DELETE
NAME	Hermann, Robert J	
STREET ADDRESS	1400 Smith St	
CITY-ST-ZIP	Sugarland, TX 77002	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE	DP	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
12 NAME	Frevert, Mark A	
13 STREET ADDRESS	1400 Smith St	
14 CITY-ST-ZIP	Houston, TX 77002	
21 TITLE	CMD	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
22 NAME	Rice, Kenneth D	
23 STREET ADDRESS	1400 Smith St	
24 CITY-ST-ZIP	Houston, TX 77002	
31 TITLE	S D V	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
32 NAME		
33 STREET ADDRESS		
34 CITY-ST-ZIP		
41 TITLE	900002506589	<input type="checkbox"/> Change <input type="checkbox"/> Addition
42 NAME	-04/30/98--01032--015	
43 STREET ADDRESS	***150.00	
44 CITY-ST-ZIP		
51 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
52 NAME		
53 STREET ADDRESS		
54 CITY-ST-ZIP		
61 TITLE		<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
62 NAME		
63 STREET ADDRESS		
64 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; that the receiver or assignee 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 in an attached addendum address.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Jordan H. Mintz

4-21-98

713-853-9183

CR2E034 (10/97)

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Enron Gas Liquids, Inc.

Federal ID #: 76-0193183
I. D. # P22727

All officers and directors can be reached at the following address:
1400 Smith Street
Houston, TX 77002

DIRECTORS

James V. Derrick, Jr.
Mark A. Frevert
Kenneth D. Rice

TITLE

Director
Director
Director

OFFICERS

Kenneth D. Rice

Mark A. Frevert

Kevin P. Hannon
Mark E. Haedicke

James V. Derrick, Jr.

Kevin W. Beasley
Rebecca C. Carter

William D. Gathmann

Dana R. Gibbs
Barbara N. Gray

Robert J. Hermann

Peggy B. Menchaca
Jordan H. Mintz

Donald P. Schroeder
Lawrence Greg Whalley
John B. Echols, Jr.

Elaine V. Overturf
Kate B. Cole
Geneva H. Hiroms

TITLE

Chairman, Chief Executive
Officer and Managing Director
President and Managing
Director
Managing Director
Managing Director and General
Counsel
Senior Vice President, Law, and
Assistant Secretary
Vice President
Vice President and Chief
Control Officer
Vice President, Finance and
Treasurer
Vice President
Vice President, General Counsel,
Trading, and Assistant Secretary
Vice President and General Tax
Counsel
Vice President and Secretary
Vice President, Tax and Tax
Counsel
Vice President
Vice President
Controller and Assistant
Secretary
Deputy Corporate Secretary
Assistant Secretary
Assistant Secretary