05-02-2002 90051 024 ***150.00

P22727

FOR PROFIT CORPORATION UNIFORM BUSINESS REPORT (UBR)

SIGNATURE:

02 MAY 24 AH 10: 15 DOCUMENT # P22727 1. Entity Name SECRETARY OF STATE
TALLAHASSEE, FLORIDA Enron Gas Liquids, Inc. DO NOT WRITE IN THIS SPACE 2. Principal Place of Business 3. Mailing Address 1400 Smith St % 1650 Hanway 6 Suite, Apt. #, etc Suite, Apt. #, etc. DO NOT WRITE IN THIS SPACE Suite 100 City & State City & State 4. FEI Number Applied For tousto 76-0193183 Sugar Land, Th Not Applicable Country Country uSA. \$8.75 Additional 5. Certificate of Status Desired 77002 774-78 Fee Required 7. Name and Address of Current Registered Agent Services, and DO NOT WRITE Street Address (P.O. Box Number is Not Acceptable) IN THIS SPACE East Park Avenue Zip Code 3230 (8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. SIGNATURE Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) 9. This corporation is eligible to satisfy its Intangible January 1 - May 1 Fee is \$150.00 10. Election Campaign Financing Tax filing requirement and elects to do so. After May 1, Fee is \$550.00 **\$5.00** мау Ве Amended UBR is \$61.25 (See criteria on back) Trust Fund Contribution. Added to Fees Make Check Payable to Department of State 11. OFFICERS AND DIRECTORS D/VP/T TITLE: (12/01) Raymond M. Bowen, Jr .. MALE NAME STREET ADDRESS 1400 smith st. STREET ADDRESS CITY ST 70 Houston, TR 77002 CR2E034B CITY-ST-ZIP. HD/GC TITLE TTLE Jordan It. Hintz NAME STREET ADDRESS 1400 smithst. STREET ADDRESS CITY-ST-ZIP Houston, Tx 77002 CHY-ST-ZIP TITLE Jeffrey McMahon 1400 Smith St. NAME MALIF. STREET ADDRESS STREET ADDRESS DO NOT WRITE CITY - ST - ZIP Houston, 77 -71002 CITY-ST-ZIP TITLE mm ci. IN THIS SPACE NAME Alan B. Ar DNOW itz NAME STREET ADDRESS 1400 Smith St. STREET ADDRESS CITY-ST-ZIP Houston, Th 77007 CITY ST ZIP TITLE TITLE NAME NAME! Sre Attached List STREET ADDRESS STREET ADDRESS CJTY-ST-7IP CITY-ST-ZIP TITLE mu NAME NAME STREET ADDRESS STREET ADDRESS CITY-ST-JIP CITY-ST-ZIP 13. I hereby certify that the Information supplied with this filling does not qualify for the exemption stated in Section 119.07(3)(i). Florida Statutes. I further certify that the information indicated on this report or supplemental 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 11 or on an analysis of the corporation of the corporation of the receiver of trustee empowered to execute this report as required by Chapter 607. Florida Statutes: and that my name appears in Block 11 or on an analysis of the corporation of the corporation of the receiver of trustee empowered to execute this report as required by Chapter 607. Florida Statutes.

ATTACH # P22727/6447777 2013

Enron Gas Liquids, Inc. Federal ID #: 76-0193183

1400 Smith Street Houston, TX 77002

DIRECTORS:

Title:

Raymond M. Bowen, Jr.

Director

1400 Smith Street Houston, TX 77002

-OFFICERS:

Raymond M. Bowen, Jr.

Executive Vice President, Finance and Treasurer

1400 Smith Street Houston, TX 77002

Jordan H. Mintz

Managing Director and General Tax Counsel

1400 Smith Street Houston, TX 77002

Jeffrey McMahon

Executive Vice President

1400 Smith Street Houston, TX 77002

Alan B. Aronowitz

Vice President, General Counsel and Secretary

1400 Smith Street Houston, TX 77002

Douglas A. Leach

Vice President 1400 Smith Street

Houston, TX 77002

Donald P. Schroeder

Vice President 1400 Smith Street Houston, TX 77002

Elaine V. Overturf

Deputy Corporate Secretary

1400 Smith Street Houston, TX 77002

Kate B. Cole

Assistant Secretary 1400 Smith Street Houston, TX 77002

Susan K. Musch

Assistant Secretary 1400 Smith Street

Houston, TX 77002

ATTACH # P22727/6447777 3013

LIMITED POWER OF ATTORNEY

KNOW ALL MEN, that Enron Gas Liquids, Inc., a corporation duly created, organized and existing under and by virtue of the laws of the State of Delaware, in the United States of America, having its principal office at 1400 Smith Street, Houston, Texas 77002-7361, USA ("Company"), does hereby constitute and appoint Robert D. Kimbrell or Gregory M. Apke, either one of them acting alone, (hereinafter referred to as "Agent"), of Apke & Kimbrell L.L.P., with a place of business at 1650 Highway 6, Suite 100, Sugar Land, Texas 77478, its true and lawful attorney, to carry on the specified business and affairs of said Company strictly related and limited to the preparation and filing of state-required Annual Reports and ancillary documents with the respective state agency-and to-pay-certain-taxes and fees-due from Company on a reimbursement basis and for that purpose:

- (1) To act on behalf of Company with reference to Annual Report matters, Annual Reports and returns of Company within the United States, including the preparation and filing of Annual Reports, returns and related exhibits or filings and to execute the same on behalf of Company; and
- (2) To make payments for taxes, filing fees or costs associated with Annual Reports or returns or fees owed by Company; and
- (3) To ask, demand, recover and receive of and from all tax authorities, all sums of money and interest owing, refundable or payable to Company, or that at any time hereafter becomes owing or belongs to Company; and
- (4) Generally, to do, execute and perform any other act, deed, matter or thing that ought to be done, executed or performed, or that, in the opinion of said Agent, ought to be done, executed, or performed, in and about the Annual Reports and returns of Company, of every nature and kind, as fully and effectually as said Company could do if it were personally present.

Company does hereby agree to, and hereby does ratify and confirm, all of whatsoever said Agent shall lawfully do or cause to be done by virtue of this Power related and limited to Annual Report and return filings.

All of the foregoing rights, powers, authorities and privileges shall be effective on November 1, 2001, and shall automatically be revoked when the Agreement for Project Services by Apke & Kimbrell, L.L.P., dated November 1, 2001, has been terminated.

ENRON GAS LIQUIDS, INC.

By:

Kate B. Cole, Assistant Secretary

BBB