


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

FILED  
May 05 1997 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		 FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS	
<b>DOCUMENT # P36675 (7)</b> 1. Corporation Name <b>POLK COUNTY COGEN, INC.</b>			
Principal Place of Business <b>2500 CITY WEST BLVD STE 150 HOUSTON TX 77042 US</b>		Mailing Address <b>PO BOX 4411 N/A HOUSTON TX 77210-4411 US</b>	
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	
3. Date Incorporated or Qualified <b>12/13/1991</b>		3a. Date of Last Report <b>05/01/1996</b>	
4. FEI Number <b>76-0354608</b>		Applied For <input type="checkbox"/> Not Applicable	
5. Certificate of Status Desired <input type="checkbox"/>		<b>\$8.75 Additional Fee Required</b>	
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		<b>\$5.00 May Be Added to Fees</b>	
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
9. Name and Address of Current Registered Agent <b>CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324</b>		10. Name and Address of New Registered Agent 81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City 85 Zip Code <b>FL</b>	
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 reinstating) DATE: _____			
12. OFFICERS AND DIRECTORS			
TITLE	P	<input type="checkbox"/> DELETE	
NAME	<b>NASH, KENNETH</b>		
STREET ADDRESS	<b>2500 CITYWEST BLVD., #150</b>		
CITY - ST - ZIP	<b>HOUSTON TX</b>		
TITLE	V	<input checked="" type="checkbox"/> DELETE	
NAME	<b>DAVIS, RICHARD H.</b>		
STREET ADDRESS	<b>2500 CITYWEST BLVD., #150</b>		
CITY - ST - ZIP	<b>HOUSTON TX</b>		
TITLE	V	<input checked="" type="checkbox"/> DELETE	
NAME	<b>TAYLOR, ROBERT I.</b>		
STREET ADDRESS	<b>2500 CITYWEST BLVD., #150</b>		
CITY - ST - ZIP	<b>HOUSTON TX</b>		
TITLE	V	<input checked="" type="checkbox"/> DELETE	
NAME	<b>TEMPLETON, JAMES R.</b>		
STREET ADDRESS	<b>2500 CITYWEST BLVD., #150</b>		
CITY - ST - ZIP	<b>HOUSTON TX</b>		
TITLE	T	<input type="checkbox"/> DELETE	
NAME	<b>LARROUCAU, ENRIQUE M.</b>		
STREET ADDRESS	<b>2500 CITY WEST BLVD., SUITE 150</b>		
CITY - ST - ZIP	<b>HOUSTON TX</b>		
TITLE	C	<input type="checkbox"/> DELETE	
NAME	<b>HESS, CRAIG E.</b>		
STREET ADDRESS	<b>2500 CITY WEST BLVD., SUITE 150</b>		
CITY - ST - ZIP	<b>HOUSTON TX</b>		
13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12			
1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
1.2 NAME			
1.3 STREET ADDRESS			
1.4 CITY - ST - ZIP			
2.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition		
2.2 NAME	<b>VP</b>		
2.3 STREET ADDRESS	<b>William C. Bagby</b>		
2.4 CITY - ST - ZIP	<b>2500 CityWest Blvd., Suite 150</b>		
3.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition		
3.2 NAME	<b>VP</b>		
3.3 STREET ADDRESS	<b>Charles C. Cook</b>		
3.4 CITY - ST - ZIP	<b>2500 CityWest Blvd., Suite 150</b>		
4.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition		
4.2 NAME	<b>AS</b>		
4.3 STREET ADDRESS	<b>Charles A. Smith, Jr.</b>		
4.4 CITY - ST - ZIP	<b>2500 CityWest Blvd., Suite 150</b>		
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
5.2 NAME			
5.3 STREET ADDRESS			
5.4 CITY - ST - ZIP			
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
6.2 NAME			
6.3 STREET ADDRESS			
6.4 CITY - ST - ZIP			
14. I do 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.			
SIGNATURE: _____ Charles A. Smith, Jr. 4/25/97 (713) 735-4000			

CR2E034 (9/96)

4/22/97

CORPORATE DATA

Page 2

DIRECTORS AND OFFICERS

COMPANY: Polk County CoGen, Inc.

FED/OTH ID#: 76-0354608

DIRECTORS:

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1	Keys A. Curry, Jr.
2	Marian M. Davenport
3	Kenneth E. Nash

OFFICERS:

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TITLE:

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1	Kenneth E. Nash	President
2	William C. Bagby	Vice President
3	Charles C. Cook	Vice President
4	Enrique M. Larroucau	Treasurer
5	Craig E. Hess	Controller
6	Marian M. Davenport	Secretary
7	Kenton L. Erwin	Assistant Secretary
8	Charles A. Smith, Jr.	Assistant Secretary

STATEMENT 1

Business Address for all Officers and Directors:

2500 CityWest Blvd., Suite 150  
Houston, TX 77042