

P41043



ACCOUNT NO. : 072100000032

REFERENCE : 864042 7106179

AUTHORIZATION :

*Patricia Pyatt*

COST LIMIT : \$ 35.00

FILED  
98 JUN 29 AM 11:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : June 19, 1998

ORDER TIME : 10:03 AM

ORDER NO. : 864042-010

CUSTOMER NO: 7106179

CUSTOMER: Ms. Ellen Conti  
Pg&e Corporation  
Suite 2400  
One Market, Spear Tower  
San Francisco, CA 94105

RECEIVED  
98 JUN 29 AM 10:36  
DIVISION OF CORPORATION

CHANGE OF AGENT

800002574408--9

NAME: PG&E GENERATING COMPANY

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_\_\_ CERTIFIED COPY  
XX PLAIN STAMPED COPY

CONTACT PERSON: Jeanine Reynolds

*R.A. Chang*  
*6-29-98*  
*CC*

\*\*\* FILING FEE: \$35.00 \*\*\*

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of California 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 corporation is: PG&E Generating Company
2. The mailing address of the corporation is: 2400, One Market Plaza, Spear Tower  
San Francisco, CA 94105
3. Date of incorporation/qualification: October 20, 1992 Document number: P41043
4. The name and address of the current registered agent and office:

CT Corporation System

1200 South Pine Island Road

Plantation, FL 33324

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

Corporation Service Company

1201 Hays Street

Tallahassee, FL 32301

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The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Linda Y.H. Cheng  
(Signature of an officer, chairman or vice chairman of the board)

6-23-98  
(Date)

Linda Y.H. Cheng, Assistant Secretary

(Printed or typed name and title)

(Date)

*Having been named as registered agent and to accept service of process for the above stated corporation, 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 obligation of my position as registered agent.*

Corporation Service Company

Karen Harris  
(Signature of Registered Agent)

June 26, 1998  
(Date)

If signing on behalf of an entity:

Karen Harris  
(Typed or Printed Name)

Assistant Vice President  
(Capacity)