F01000000635

(Requestor's Name)

(Address)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N.C.

C. Coulliette APR 01 2004

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: ALSTOM ESCA Corporation
(Name of corporation)

DOCUMENT NUMBER: F01000000635

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Michael Lee
(Name of person)

AREVA T&D Corporation
(Name of firm/company)

11120 NE 33rd Place
(Address)

Bellevue, WA 98004
(City/state and zip code)

For further information concerning this matter, please call:

Michael Lee at (425) 739-3619
(Name of person) (Area code & daytime telephone number)

Enclosed is a check for the following amount:

- [x] $35.00 Filing Fee
- [ ] $43.75 Filing Fee & Certificate of Status
- [ ] $43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- [ ] $52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F01000000635
(Document number of corporation (if known))

1. ALSTOM ESCA Corporation
(Name of corporation as it appears on the records of the Department of State)

2. Washington
(Incorporated under laws of)

3. February 1, 2001
(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? January 1, 2004

5. AREVA T&D Energy Automation & Information Corporation
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

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04 MAR 29 PM 3:34
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TALLAHASSEE, FLORIDA

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

February 20, 2004
(Date)

Clifford J. Lentz
(Typed or printed name of person signing)

Assistant Secretary
(Title of person signing)

UNITED STATES OF AMERICA

The State of Washington

Secretary of State

I, SAM REED, Secretary of State of the State of Washington and custodian of its seal, hereby issue this

CERTIFICATE OF EXISTENCE/AUTHORIZATION

OF

AREVA T&D ENERGY AUTOMATION & INFORMATION CORPORATION

I FURTHER CERTIFY that the records on file in this office show that the above named Profit Corporation was formed under the laws of the State of WA and was issued a Certificate Of Incorporation in Washington on 11/17/1981.

I FURTHER CERTIFY that as of the date of this certificate, AREVA T&D ENERGY AUTOMATION & INFORMATION CORPORATION remains active and has complied with the filing requirements of this office.

Date: February 13, 2004

UBI: 600-322-122

Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

Sam Reed

Sam Reed, Secretary of State

AREVA

February 20, 2004

Florida Department of State
Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, Florida 32314-6327

RE: FEIN 94-2534171 (legal name changes)

Good Day,

Our company with FEIN 94-2534171 changed our name a few times in 2003. Please update your records for the following legal name changes. All corporate articles of amendment filed with the Washington Secretary of State related to our legal names changes are enclosed. The most recent amendment (filed January 12, 2004) is not on the Washington Secretary of State's letterhead because they have not sent us one yet.

Effective January 6, 2003, our legal name changed from "ALSTOM ESCA Corporation" to "ALSTOM T&D Energy Automation & Information Corporation". This name change was strictly cosmetic, as nothing structurally changed within our corporation (*i.e.*, name change did not involve any merger, acquisition, or reorganization). We did not immediately report this legal name change to you, because in 2003 our corporation was involved negotiations to be purchased (and we did not wish to change our names twice in one year with you).

Effective December 29, 2003, our legal name changed again from "ALSTOM T&D Energy Automation & Information Corporation" to "T&D Energy Automation & Information Corporation". The reason for this name change was to prepare for our anticipated sale to AREVA to be effective January 1, 2004. Knowing that the sale would not be finalized until the second week of January 2004 (although retroactively effective January 1, 2004), we removed the "ALSTOM" portion of our legal name to separate our corporation's identity with our former parent company, ALSTOM.

Effective January 1, 2004, our legal name changed for the final time from "T&D Energy Automation & Information Corporation" to "AREVA T&D Energy Automation & Information

AREVA

Corporation". The reason for this name change was to signify our sale to AREVA from ALSTOM, and to revise the temporary legal name we had created while waiting for the sale to be completed in the second week of January 2004. We will also be known as "AREVA T&D Corporation", but this is only a "DBA" and not a registered fictitious name.

In sum, for most of the 2003 calendar year, our legal name was ALSTOM T&D Energy Automation & Information Corporation. Starting with the 2004 calendar year, our current legal name is AREVA T&D Energy Automation & Information Corporation.

Thank you for your assistance in this matter. If you should have any questions, please call me at (425) 739-3619 or e-mail me at michael.lee@areva-td.com .

Sincerely,

AREVA T&D Corporation

MICHAEL LEE
Tax Manager

Enclosures

$50.00 Check #20011
Tracking ID: 654317
Doc No: 335794-001

FILED
SECRETARY OF STATE
JAN 12 2004
STATE OF WASHINGTON

600-327-1827

ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
T&D Energy Automation & Information Corporation

Pursuant to RCW 23B.10.060 of the Washington Business Corporation Act, T&D Energy Automation & Information Corporation, a Washington corporation (the "Corporation"), hereby submits the following amendment to the Articles of Incorporation of the Corporation.

1. The name of the corporation is T&D Energy Automation & Information Corporation.

2. The amendment to the Articles of Incorporation is as follows:

   Article I of the Articles of Incorporation of the Corporation is amended to change the name of the Corporation to AREVA T&D Energy Automation & Information Corporation and shall read as follows:

   "ARTICLE I

   The name of the Corporation is AREVA T&D Energy Automation & Information Corporation."

3. The amendment was adopted by the Corporation's board of directors, effective January 1, 2004.

4. No shareholder action was required to adopt the amendment.

These Articles of Amendment are executed by the Corporation by its duly authorized officer.

Dated: January 9, 2004

T&D ENERGY AUTOMATION &
INFORMATION CORPORATION

By: Deborah J. Beatenbough
Name: Deborah J. Beatenbough
Title: Secretary

STATE OF WASHINGTON SECRETARY OF STATE

T&D ENERGY AUTOMATION & INFORMATION
CORPORATION
GEORGE S HOLZAPFEL
601 UNION ST STE 2600
SEATTLE WA 98101-4000

AMENDMENT

I, Sam Reed, Secretary of State of the State of Washington and custodian of its seal, hereby certify that documents meeting Washington statutory requirements have been filed and processed with the Secretary of State on behalf of:

T&D ENERGY AUTOMATION & INFORMATION CORPORATION

A Washington Profit Corporation
UBI: 600 322 122
Filing Date: January 08, 2004
Effective Date: January 08, 2004

Previous Name:

ALSTOM T&D ENERGY AUTOMATION & INFORMATION CORPORATION

Given under my hand and the seal of the State of Washington at Olympia, the State Capital.

Sam Reed, Secretary of State

STATE OF WASHINGTON SECRETARY OF STATE

ALSTOM T&D ENERGY AUTOMATION &
INFORMATION CORPORATION
C/O LASHER HOLZAPFEL ET AL
601 UNION ST STE 2600
SEATTLE WA 98101-4000

AMENDMENT

I, Sam Reed, Secretary of State of the State of Washington and custodian of its seal, hereby certify that documents meeting Washington statutory requirements have been filed and processed with the Secretary of State on behalf of:

ALSTOM T&D ENERGY AUTOMATION & INFORMATION CORPORATION

A Washington Profit Corporation
UBI: 600 322 122
Filing Date: January 06, 2003

Previous Name:

ALSTOM ESCA CORPORATION

Given under my hand and the seal of the State of Washington at Olympia, the State Capital.

Sam Reed, Secretary of State