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LIMITED PARTNERSHIP AMENDMENT**AUBURNDALE POWER PARTNERS, LIMITED PARTNERSHIP**

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CERTIFICATE OF AMENDMENT TO
APPLICATION BY FOREIGN LIMITED PARTNERSHIP
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

OF

AUBURNDALE POWER PARTNERS, LIMITED PARTNERSHIP

To the Secretary of State
State of Florida

The undersigned, a general partner of Auburndale Power Partners, Limited Partnership, a foreign limited partnership, pursuant to Section 620.173 of the Florida Uniform Limited Partnership Act, as amended, hereby certifies that:

1. The name of the foreign limited partnership (hereinafter referred to as the "foreign limited partnership") as it presently appears on the records of the Secretary of State of the State of Florida is Auburndale Power Partners, Limited Partnership.

2. The foreign limited partnership's Application for Registration was filed on January 13, 1992.

3. The statement in the Application by Foreign Limited Partnership for Authorization to Transact Business in Florida of the foreign limited partnership relating to the general partners is hereby amended or corrected to read as follows:

"The General Partner of the limited partnership is Calpine Auburndale, Inc. and the principal address of the General Partner is c/o Calpine Corporation, 50 West San Fernando Street, San Jose, CA 95113."

Executed on this 26th day of June, 2001.

Auburndale Power Partners, Limited Partnership

By: Calpine Auburndale, Inc.,
a Delaware domestic corporation,
its general partner

By: Lisa M. Bodensteiner
Lisa M. Bodensteiner, Assistant Secretary

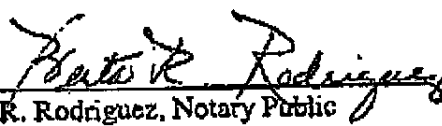
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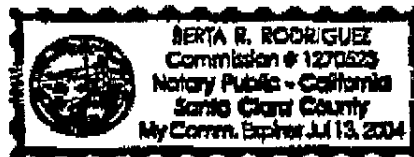
STATE OF CALIFORNIA)
) ss.:
COUNTY OF SANTA CLARA)

THE FOREGOING instrument was acknowledged and sworn to before me, Berta R. Rodriguez, Notary Public, on this 26th day of June, 2001, by Lisa M. Bodensteiner, the Assistant Secretary of the a general partner, Calpine Auburndale, Inc., of Auburndale Power Partners, Limited Partnership, a Delaware domestic limited partnership.


Berta R. Rodriguez, Notary Public

Commission expires: July 13, 2004

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