Document Number O C T CORPORATION SYSTEM 660 East Jefferson Street Requestor's Name Tallahassee, Florida 32301 000002601730--1 -07/29/98--01072--001 *****35.00 *****35.00 Address (850) 222-1092 Phone City State Zip CORPORATION(S) NAME () Profit Amendment () Merger () NonProfit) Limited Liability Company () Dissolution/Withdrawal () Mark () Foreign () Other () Annual Report () Limited Partnership () Change of R.A. () Fict. Filing () Reinstatement () UCC-1 UCC-3() Limited Liability Partnership () Photo Copies () CUS () Certified Copy () After 4:30 () Call if Problem () Call When Ready () Will Wait Pick Up Walk In () Mail Out Please Return Extra Copy(s) Name Availability Filed Stamp Document Thanks, Melani JUL 29 1993 Examiner Updater

CR2E031 (1-89)

Acknowledgment

W.P. Verifier

Verifier



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham Secretary of State

July 30, 1998

CT CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: DESTEC OPERATING COMPANY

Ref. Number: F93000002351

We have received your document for DESTEC OPERATING COMPANY and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name and title of the person signing the document must be noted beneath or opposite the signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6908.

Teresa Brown Corporate Specialist

Letter Number: 798A00040014

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98 JUL 30 PH 3: 59
JIVISION OF CORPORATION

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

APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
AREA MARINE ALLO
SECTION I (1-3 must be completed)
Destec Operating Company Name of corporation as it appears within the records of the Department of State.
2. Incorporated under laws of: Texas
3. Date authorized to do business in Florida: May 19, 1993
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?
June 19, 1998
5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:
Dynegy Operating Company
6. If the amendment changes the period of duration, indicate new period of duration.
No Change
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
Jui 2- Meth 4/20198

Date

Signature
Name and Title
Lish Q Metts, Asst. Secretary



I, ALBERTO R. GONZALES, Secretary of the State of Texas, DO HEREBY CERTIFY that according to the records of this office for DYNEGY OPERATING COMPANY, Articles of Incorporation were filed in this office and a certificate of incorporation was issued on AUGUST 11, 1970 under its initial name of POWER OPERATING CO. as set forth in that instrument.

IT IS FURTHER CERTIFIED that according to the records of this office Articles of Amendment were filed in this office on JUNE 19, 1998, changing the corporate name from DESTEC OPERATING COMPANY to DYNEGY OPERATING COMPANY.

IT IS FURTHER CERTIFIED that no certificate of dissolution has been filed and the corporation is still in existence.



IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in the City of Austin, on July 23, 1998.

Alberto R. Gonzales

Alberto R. Gonzales Secretary of State DAE