



THE UNITED STATES
CORPORATION
COMPANY

F97000000518

FILED
MAR -1 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 012268 5020493

AUTHORIZATION :

COST LIMIT

Patricia Pugh
\$35.00

ORDER DATE: February 16, 2001

ORDER TIME : 10:13 AM

ORDER NO. : 012268-015

CUSTOMER NO: 5020493

CUSTOMER: Ms. Suzanne Rich
Pg&e Generating
One Bowdoin Square, Suite 600

Boston, MA 02114-2910

None
Change
Amend
800003791058--7

FOREIGN FILINGS

NAME: PG&E ENERGY TRADING-POWER
HOLDINGS CORPORATION

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNER

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds -- EXT# 1133

EXAMINER:

RR
3/1/01

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 MAR -1 AM 10:50
NOT INTENDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

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)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. PG&E Energy Trading - Power Holdings Corporation
Name of corporation as it appears on the records of the Department of State.
2. California
Incorporated under laws of
3. 1/30/97
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? 1/5/01

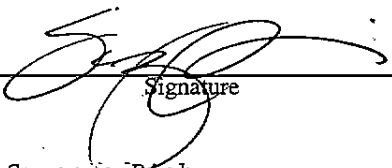
5. PG&E Energy Trading Holdings Corporation
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

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

No change
New Duration

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

No change
New Jurisdiction



Signature

Suzanne Rich
Typed or printed name

2/13/01

Date

Assistant Secretary

Title

State of California

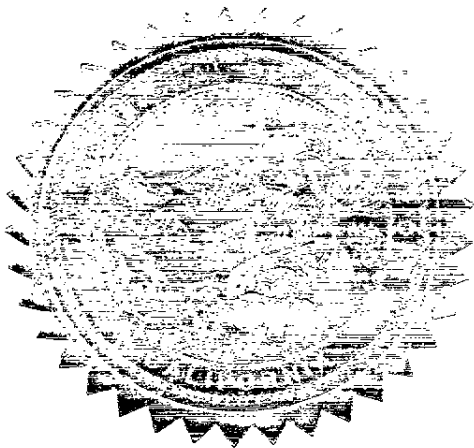


SECRETARY OF STATE

CERTIFICATE OF FILING

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the **5th day of January, 2001**, there was filed in this office an amendment changing the corporation name from **PG&E ENERGY TRADING - POWER HOLDINGS CORPORATION**, a California corporation, to **PG&E ENERGY TRADING HOLDINGS CORPORATION**



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of February 27, 2001.

Bill Jones

BILL JONES
Secretary of State

pf