



# L0000000103416

ACCOUNT NO. : 072100000032

REFERENCE : 147499 4302312

AUTHORIZATION : *Patricia Pigjito*

COST LIMIT : \$ 25.00

ORDER DATE : October 23, 2001

ORDER TIME : 10:06 AM

ORDER NO. : 147499-015

CUSTOMER NO: 4302312

CUSTOMER: Jacob A. Pollack, Esq  
Stroock & Stroock & Lavan  
180 Maiden Lane

New York, NY 10038

DOMESTIC AMENDMENT FILING

NAME: CPV ATLANTIC LLC

XX ARTICLES OF AMENDMENT

000004651070--7

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER'S INITIALS: *JB*

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*1024-01*

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF ORGANIZATION  
OF  
CPV ATLANTIC LLC

Pursuant to the provisions of Section 608.411, Florida Statutes, this Florida limited liability company (the "Company"), whose Articles of Organization were filed with the Florida Department of State on August 28, 2000, adopts the following Articles of Amendment to its Articles of Organization.

The Articles of Organization are amended as follows:

- A. Article I is deleted in its entirety and replaced with the following:

The name of the Limited Liability Company is Orion Atlantic LLC.

- B. Article II is deleted in its entirety and replaced with the following:

The mailing address and street address of the principal office of the Limited Liability Company is: c/o Orion Power Holdings, Inc., 7 East Redwood Street, 10th Floor, Baltimore, MD 21202.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate as of October 12, 2001.

By: W. Thaddens Miller  
Name: W. Thaddens Miller  
Title: Vice President

APPROVED  
AND  
FILED  
01 OCT 26 PM 12:12  
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