

P27393



ALLIANT ENERGY.

Alliant Energy Corporation
Worldwide Headquarters
222 West Washington Avenue
P.O. Box 192
Madison, WI 53701-0192

Office: 608.252.3311
www.alliant-energy.com

May 2, 2001

Department of State
Amendment Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

3:00004161703--3
-05/08/01--01056--006
*****35.00 *****35.00

Re: Application By Foreign Profit Corporation to File Amendment to Application For
Authorization to Transact Business -EUA Cogenex Corporation

To the Department of State:

Please find enclosed Application By Foreign Profit Corporation to File Amendment to
Application For Authorization to Transact Business -EUA Cogenex Corporation, a certified copy
of the Amended Articles filed in Massachusetts and a check in the amount of \$35.00 to cover the
filing fee. Also if possible I'd like a filed copy of this filing returned to me using the included
self stamped envelope.

Sincerely,

Lori Matthews
Paralegal

FILED STATE
SECRETARY OF CORPORATION
01 MAY - 7 AM 11:58

N/C

V. SHEPARD MAY 17 2001

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)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 MAY -7 AMM:58

1. EUA Cogenex Corporation
Name of corporation as it appears on the records of the Department of State.
2. Massachusetts 3. 12/21/89
Incorporated under laws of 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? April 1, 2001
5. Cogenex 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.
- _____
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
- _____
New Jurisdiction


Signature

4/16/01
Date

Edward M. Gleason
Typed or printed name

Treasurer & Secretary
Title

748764

73724

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF AMENDMENT

(General Laws, Chapter 156B, Section 72)

I hereby approve the within Articles of Amendment and, the filing fee in the amount of \$ 100 having been paid, said articles are deemed to have been filed with me this 18 day of APRIL 20 01

Effective date: _____

William Francis Galvin

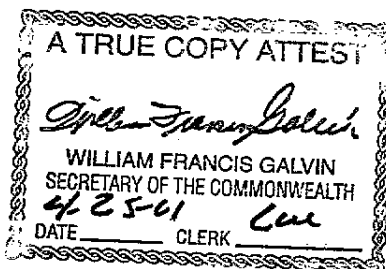
WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

CORPORATION DIVISION

01 APR -6 PM 1:30

SECRETARY OF STATE



TO BE FILLED IN BY CORPORATION

Photocopy of document to be sent to:

Linda Wentzel, Assistant Secretary

Alliant Energy

222 W. Washington Avenue

Madison, WI 53703-2793

Telephone: 608-252-3111

FEDERAL IDENTIFICATION
NO. 42-281267

042807267

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

021

ARTICLES OF AMENDMENT (General Laws, Chapter 156B, Section 72)

REC'D MAR 30 2001

Examiner

Not
Approved

We, Jon C. Bancks, *President / *Vice President,

and Edward M. Gleason, *Clerk / *Assistant Clerk,

of EUA Cogenex Corporation,

(Exact name of corporation)

located at Boott Mills South
100 Foot of John St., Lowell, MA 01852

(Street address of corporation in Massachusetts)

certify that these Articles of Amendment affecting articles numbered:

Article No. 1

(Number those articles 1, 2, 3, 4, 5 and/or 6 being amended)

of the Articles of Organization were duly adopted ~~at a meeting held on~~ March 21, 20 01, by vote of
by unanimous written consent of the sole shareholder and directors

1,000 shares of Common Stock of 1,000 shares outstanding,
(type, class & series, if any)

_____ shares of _____ of _____ shares outstanding, and
(type, class & series, if any)

_____ shares of _____ of _____ shares outstanding,
(type, class & series, if any)

¹being at least a majority of each type, class or series outstanding and entitled to vote thereon: / or ²being at
~~least two-thirds of each type, class or series outstanding and entitled to vote thereon and of each type, class or~~
~~series of stock whose rights are adversely affected thereby:~~

VOTED: The name by which the corporation shall be known
is Cogenex Corporation.

*Delete the inapplicable words

**Delete the inapplicable clause

For amendments adopted pursuant to Chapter 156B, Section "D"

For amendments adopted pursuant to Chapter 156B, Section "I"

Note: If the space provided under any article -- item on this form is insufficient, additions shall be set forth on one side
only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be
made on a single sheet so long as each article requiring each addition is clearly indicated.

P.C.

01/26/83

To change the number of shares and the par value (if any) of any type, class or series of stock which the corporation is authorized to issue, fill in the following:

The total ~~presently~~ authorized is:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

Change the total authorized to:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

The foregoing amendment(s) will become effective when these Articles of Amendment are filed in accordance with General Laws, Chapter 156B, Section 6 unless these articles specify, in accordance with the vote adopting the amendment, a later effective date not more than *thirty days* after such filing, in which event the amendment will become effective on such later date.

Later effective date: _____

SIGNED UNDER THE PENALTIES OF PERJURY, this 21st day of March, 20 01.

Jon C. Bancks



_____, *President / ~~Vice-President~~.

Edward M. Gleason



_____, *Clerk / ~~Assistant-Clerk~~.

**Delete the inapplicable words.*