

P 41043



FILED
99 SEP 23 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 373133 7106179

AUTHORIZATION :

COST LIMIT : \$ 35.00

Patricia Pizito

ORDER DATE : September 13, 1999

ORDER TIME : 10:07 AM

ORDER NO. : 373133-010

CUSTOMER NO: 7106179

300002994703--0

CUSTOMER: Ms. Frances Chang
Pg&e Corporation
Suite 2400
One Market, Spear Tower
San Francisco, CA 94105

FOREIGN FILINGS

NAME: PG&E GENERATING COMPANY

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

RECEIVED
99 SEP 23 AM 10:39
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

N.C.
G. COULLETTE SEP 23 1999

PROFIT CORPORATION

SECTION I

1. PG&E GENERATING COMPANY

Name of corporation as it appears on the records of the Department of State.

2. CALIFORNIA

Incorporated under laws of

3. October 20, 1992

Date authorized to do business in Florida

SECTION II

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? August 9, 1999

5. PG&E SHAREHOLDINGS, INC.

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

B. R. White
Signature

Signature _____

Sept. 9, 1999
Date

Date _____

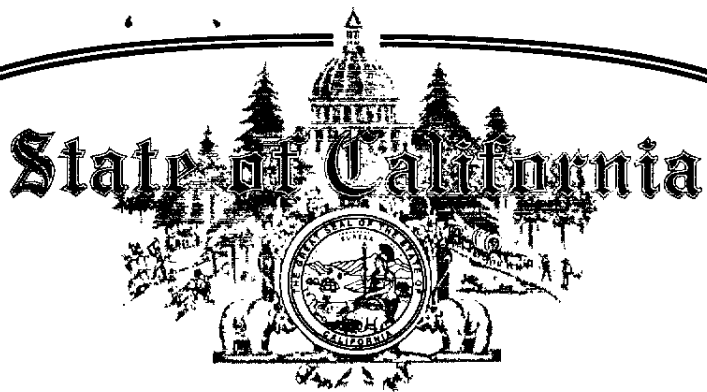
Bruce R. Worthington
Typed or printed name

Typed or printed name

Senior Vice President
Title

Title

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



SECRETARY OF STATE

CERTIFICATE OF FILING

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

That on the **9th day of August, 1999**, there was filed in this office an amendment changing the corporation name from **PG&E GENERATING COMPANY**, a California corporation, to **PG&E SHAREHOLDINGS, INC..**

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of September 21, 1999.



Bill Jones

BILL JONES
Secretary of State

jw