

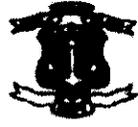
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SECRETARY OF STATE
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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615
LIMITED PARTNERSHIP

CERTIFICATE OF AMENDMENT TO CERTIFICATE OF REGISTRATION

Pursuant to the provisions of Section 7-13-52 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign limited partnership hereby submits the following Certificate of Amendment to Certificate of Registration:

- The name of the limited partnership is:
FPLE Rhode Island State Energy, L.P.
- A Certificate of Registration was issued to the limited partnership by the Office of the Secretary of State of the State of Rhode Island on 6/14/2000, authorizing it to transact business in Rhode Island under the name of FPLE Rhode Island State Energy, L.P.
- The Application for Certificate of Registration is amended as follows:
[insert amendment]
See Exhibit A attached hereto and incorporated herein.

Form No. 352
Revised: 12/05

FILED^C

DEC 21 2011

BY 159129 12:52

Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Amendment to Certificate of Registration of a Foreign Limited Partnership, including any accompanying attachments, and that all statements contained herein are true and correct.

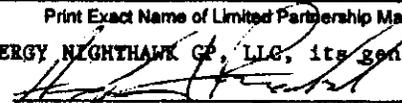
Date: December 20, 2011

FPLE Rhode Island State Energy, L.P.

Print Exact Name of Limited Partnership Making Application

ENERGY NIGHTHAWK GP, LLC, its general partner

By


Name: ANDREW D. ROSENBLUM
Title: PRESIDENT

**Exhibit A
to
Certificate of Amendment**

FPLE Rhode Island State Energy, L.P.

The Application for Certificate of Registration of FPLE Rhode Island State Energy, L.P. shall be amended as follows:

1. Article 1 of Certificate of Registration is hereby deleted and replaced in its entirety with the following: The name of the limited partnership is:

Entergy Rhode Island State Energy, L.P.

2. Article 6 of Certificate of Registration is hereby deleted and replaced in its entirety with the following: The address of the office required to be maintained in the state of its organization by the laws of that state or, if not so required, of the principal office of the foreign limited partnership is:

2001 Timberloch Place
The Woodlands, TX 77380

3. Article 7 of the Certificate of Registration is hereby deleted and replaced in its entirety with the following: The name and business address of each General Partner is:

Entergy Nighthawk GP, LLC
2001 Timberloch Place
The Woodlands, TX 77380

4. Article 8 of Certificate of Registration is hereby deleted and replaced in its entirety with the following: The address of the office at which is kept a list of the names and addresses of the limited partners and their capital contributions, together with an undertaking by the foreign limited partnership to keep those records until the foreign limited partnership's registration in this state is cancelled or withdrawn is:

2001 Timberloch Place
The Woodlands, TX 77380

5. Article 9 of Certificate of Registration is hereby deleted and replaced in its entirety with the following: A mailing address for the foreign limited partnership is:

Entergy Nighthawk GP, LLC
2001 Timberloch Place
The Woodlands, TX 77380



State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly
executed in accordance with the provisions of Title 7 of the General Laws
of Rhode Island, as amended, has been filed in this office on this day:

A handwritten signature in black ink that reads "A. Ralph Mollis".

A. RALPH MOLLIS

Secretary of State

