

Filing Fee: \$50.00
(See footnote below)

ID Number: 133463



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

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CORPORATIONS DIVISION
FEB 17 11 00 AM '04

LIMITED LIABILITY COMPANY

AMENDMENT TO
APPLICATION FOR REGISTRATION
(To Be Filed In Duplicate)

Pursuant to the provisions of Section 7-16-52 of the General Laws, 1956, as amended, the undersigned foreign limited liability company hereby (check one box only) corrects or amends its Application for a Certificate of Registration to transact business in the state of Rhode Island, and for that purpose submits the following statement:

1. The name of the limited liability company is:

ALLIANCE ENERGY SERVICES, LLC

2. The statements in the application for registration were inaccurate when made or a change has occurred as follows:

ITEMS 1 & 2 OF THE APPLICATION FOR REGISTRATION HAS BEEN AMENDED TO READ:
"1. THE NAME OF THE LIMITED LIABILITY COMPANY IS: CONSTELLATION NEW ENERGY - GAS DIVISION, LLC."
"2. THE NAME, IF DIFFERENT, UNDER WHICH IT PROPOSES TO REGISTER AND TRANSACT BUSINESS IN RHODE ISLAND IS N/A."

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

Date: 2/2/04

ALLIANCE ENERGY SERVICES, LLC
Print Exact Name of Limited Liability Company Making Application

By Jordan Karp
Signature of authorized person
JORDAN P. KARP

Filing fee footnote

If the purpose of this amendment is solely to indicate a change in managers pursuant to Section 7-16-52, the filing fee shall be \$10.00.

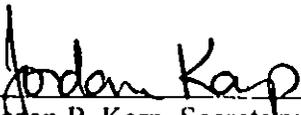
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CORPORATIONS DIVISION
FEB 17 11 00 AM '04

FILED
FEB 17 2004
By [Signature]
C20279

CONSENT TO USE SIMILAR NAME IN RHODE ISLAND

Constellation NewEnergy, Inc. was incorporated in Delaware on August 27, 1998. It has been made clear to Constellation NewEnergy, Inc. that a Kentucky formed and Rhode Island qualified limited liability company named Alliance Energy Services, LLC wishes to change its name in Rhode Island to Constellation NewEnergy – Gas Division, LLC. As Secretary of Constellation NewEnergy, Inc., I hereby consent to the name Constellation NewEnergy – Gas Division, LLC being used in the state of Rhode Island.

CONSTELLATION NEWENERGY, INC.
a Delaware corporation



Jordan P. Karp, Secretary

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STATE
CORPORATION
11 31 AM '04



**TREY GRAYSON
SECRETARY OF STATE**

CERTIFICATE

I, **TREY GRAYSON**, Secretary of State for the Commonwealth of Kentucky, do hereby certify that the foregoing writing has been carefully compared by me with the original record thereof, now in my official custody as Secretary of State and remaining on file in my office, and found to be a true and correct copy of **ARTICLES OF AMENDMENT OF**

ALLIANCE ENERGY SERVICES, LLC CHANGING NAME TO CONSTELLATION NEW ENERGY - GAS DIVISION, LLC FILED FEBRUARY 4, 2004.

IN WITNESS WHEREOF, I have here unto set my hand and affixed my Official seal at Frankfort, Kentucky this 5TH day of FEBRUARY, 2004.



Trey Grayson

Trey Grayson
Secretary of State
Commonwealth of Kentucky
RL