

Filing Fee: \$75.00

ID Number: 95074



**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS**

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

**BUSINESS CORPORATION**

**APPLICATION FOR  
AMENDED CERTIFICATE OF AUTHORITY  
(To Be Filed In Duplicate Original)**

05 MAR 25 AM 11:10  
SECRETARY OF STATE  
CORPORATIONS DIV

Pursuant to the provisions of Section 7-1.1-111 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for an Amended Certificate of Authority to transact business in Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is Tractebel Energy Marketing, Inc.
2. It is incorporated under the laws of Delaware
3. A Certificate of Authority was issued to the corporation by the office of the Secretary of State of the State of Rhode Island May 14, 1997, authorizing it to transact business in Rhode Island under the name of: Tractebel Energy Marketing, Inc.
4. The corporate name of the corporation has been changed to SUEZ Energy Marketing NA, Inc.  
*(If no change, so indicate.)*
5. The name, if different, which it elects to use in Rhode Island is:
  - (a) *If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:*
  - (b) *If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this Application:*
6. The corporation desires to pursue in the transaction of business in Rhode Island other or additional purposes than those set forth in its prior Application for a Certificate of Authority, as follows:

*(If no other or additional purposes are proposed, insert "No Change.")*

No Change

05 MAR 16 AM 11:25  
SECRETARY OF STATE  
CORPORATIONS DIV

**FILED**

MAR 25 2005

By [Signature] 6/3/07

7. If there has been an increase in the authorized shares of the corporation, list the total number of authorized shares, including the increase (If there has been no increase in shares, insert "no change"):

Total Number of Authorized Shares	Class	Series	Par Value or Statement that Shares are without Par Value
No Change			

8. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 3,700,000.
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 0.
- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 0 %. [divide (b) by (a) and multiply by 100 to obtain the percentage]
9. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 700,000,000.
- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 0.
- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 0 %. [divide (b) by (a) and multiply by 100 to obtain the percentage]
10. Except as herein modified, the original Application for Certificate of Authority continues in full force and effect and is hereby confirmed, ratified and incorporated by reference into this Application for Amended Certificate of Authority.

Date: March 10, 2005

**TRACTEBEL ENERGY MARKETING, INC.**

Print Exact Name of Corporation Making Application

By \_\_\_\_\_

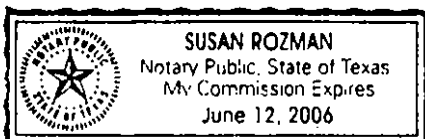
☒ President or ☐ Vice President (check one)

By \_\_\_\_\_

☐ Secretary or ☒ Assistant Secretary (check one)

STATE OF TEXAS  
COUNTY OF HARRIS

In Houston, Texas, on this 10th day of March, 2005, before me personally appeared Sam Henry who, being duly sworn, declared that he/she is the President of the above-named entity and that he/she signed the foregoing document as such authorized agent, and that the statements herein contained are true.



Susan Rozman  
Notary Public  
My Commission Expires: June 12, 2006

CONSENT TO USE OF NAME

SUEZ Energy Resources NA, Inc., a Delaware corporation authorized to do business in the State of Rhode Island, hereby consents to the use of the name SUEZ Energy Marketing NA, Inc. in the State of Rhode Island.

Date: March 18, 2005

SUEZ Energy Resources NA, Inc.

By: *[Signature]*  
Name: Zin Smati  
Title: President  
Address: 1990 Post Oak Boulevard, Suite 1900  
Houston, Texas 77056

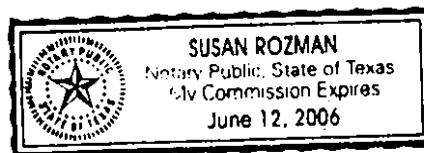
STATE OF TEXAS       )  
                                  ) ss:  
COUNTY OF HARRIS    )

SUBSCRIBED and SWORN to before me this 18th day of March, 2005.

*Susan Rozman*  
Notary Public, State of Texas

My Commission Expires:

*June 12, 2006*



# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "TRACTEBEL ENERGY MARKETING, INC.", CHANGING ITS NAME FROM "TRACTEBEL ENERGY MARKETING, INC." TO "SUEZ ENERGY MARKETING NA, INC.", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF MARCH, A.D. 2005, AT 1:14 O'CLOCK P.M.



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050212150

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3742034

DATE: 03-14-05