

This STATEMENT is presented to THE SECRETARY OF STATE for filing pursuant to the Uniform Commercial Code.

1. Debtor(s) (Last Name First) and address(es) Southern Union Company, successor by merger to The Providence Gas Company 504 Lavaca Street Suite 800 Austin, TX 78701	2. Secured Party(ies) and address(es) State Street Bank and Trust Company successor to Rhode Island Hospital Trust Corporate Trust Dept., P.O. Box 778 Boston, MA 02102	For Filing Officer (Date, Time, Number, and Filing Office)  7 2 0 1 9 0
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This statement refers to original Financing Statement No. 499227 Dated 5/28/86 19  

<b>A. Continuation</b> <input type="checkbox"/> The original financing statement between the foregoing Debtor and Secured Party, bearing the file number shown above, is still effective.	<b>B. Partial Release</b> <input type="checkbox"/> From the collateral described in the financing statement bearing the file number shown above the Secured Party releases the following:	<b>C. Assignment</b> <input type="checkbox"/> The Secured Party certifies that the Secured Party has assigned to the Assignee whose name and address is shown below. Secured Party's rights under the financing statement bearing the file number shown above in the following property: <b>OCT 31</b>	<b>D. Other:</b> <input type="checkbox"/> <b>4 07 PM '00</b>
<b>E. Termination</b> <input type="checkbox"/> Secured Party no longer claims a security interest under the financing statement bearing the file number shown above.	<b>F. Amendment</b> <input checked="" type="checkbox"/> Financing statement bearing file number shown above is amended herein.	This Amendment reflects the merger of The Providence Gas Company into Southern Union Company pursuant to which Southern Union Company has assumed the obligations under the Indenture of Mortgage and supplements thereto.	

Southern Union Company  
By: *Cheryl Yager*  
Signature(s) of Debtor(s) (Necessary only if Item F is applicable)

Dated: October 31 192000

State Street Bank and Trust Company  
By: *[Signature]*  
(Signature of Secured Party)