

FILE COPY



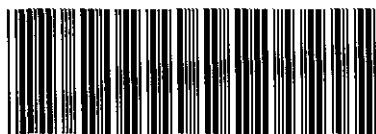
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2850031

The Registrar of Companies for England and Wales hereby certifies that
AQUILA ENERGY TRADING LIMITED

having by special resolution changed its name, is now incorporated
under the name of
TXU EUROPE (AET) LIMITED

Given at Companies House, Cardiff, the 9th January 2002



C028500318



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

Company Number: 2850031

THE COMPANIES ACT 1985
(as amended by the Companies Act 1989)

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF THE SOLE MEMBER OF

AQUILA ENERGY TRADING LIMITED ("the Company")

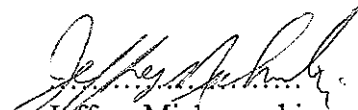
We, being the sole member entitled to attend and vote at general meetings of the Company, hereby resolve that the following resolution shall take effect as a Special Resolution pursuant to and in accordance with section 381A Companies Act 1985 ("the Act"):

SPECIAL RESOLUTION

- 1 THAT the name of the Company be changed from "Aquila Energy Trading Limited" to "TXU Europe (AET) Limited".

Signature:

Name:


Jeffrey Michnowski

(For and on behalf of Aquila Energy UK Holdings Ltd)

Dated 21 December 2001

