



COMMONWEALTH OF PENNSYLVANIA
PENNSYLVANIA PUBLIC UTILITY COMMISSION
P.O. BOX 3265, HARRISBURG, PA 17105-3265

IN REPLY PLEASE
REFER TO OUR FILE

Docket No. A-110156

April 14, 2003

TRACTEBEL ENERGY SERVICES INC
3 BARKER AVENUE
WHITE PLAINS NY 10601-

DOCUMENT
FOLDER

DOCKETED
MAY 14 2003

ATTENTION: BARBARA RODRIGUEZ

RE: License Bond or Other Financial Security

Dear Ms. Rodriguez:

Pursuant to 66 Pa. C.S. §2809(c), no electric supplier license shall remain in force unless the licensee furnishes a bond or other security approved by the Commission to ensure the financial responsibility of the electric generation supplier and the supply of electricity at retail. The Commission's records indicate that the bond or other approved security provided by Tractebel Energy Services Inc expires on 6/16/2003.

The Commission's regulations at 52 Pa. Code §54.40(d) require "the security level for each licensee will be reviewed annually and modified primarily based upon the licensee's reported annual gross receipts information. The security level will be 10% of the licensee's reported gross receipts." The minimum security level provided may not be less than the initial security level provided when the license was granted. Unless approved by the Commission, the initial security level is \$250,000.

The Commission's regulations at 52 Pa. Code §54.39(b) require a licensee to file an annual report on or before April 30 of each year, for the previous calendar year, in order to comply with 66 Pa. C.S. §2810(c)(6). This report discloses the total amount of gross receipts from the sale of electricity and the total amount of electricity sold during the preceding calendar year. You must use this same information in calculating the appropriate security level necessary to maintain your license.

In order for your company to maintain its status as a licensed electric supplier in the Commonwealth of Pennsylvania, it must provide proof to the Commission that a bond or other approved security has been obtained.

Your response in this matter is requested within fifteen (15) days of the date of this letter. Submit your response to the Commission's Secretary. Additionally, fax a copy of your response to James Shurskis at (717) 787-4750, Bureau of Fixed Utility Services.

Failure to respond to this matter within fifteen (15) days will cause Commission staff to initiate a formal proceeding, that may lead to the following: cancellation of your company's electric supplier license, removal of your information from the Commission's website and *notification to all electric distribution companies, in which your company is licensed to do business, of the cancellation of the license.*

Please direct any questions to James Shurskis at (717) 787-8763 or Darren Gill at (717) 783-5244, Bureau of Fixed Utility Services.

Sincerely,

A handwritten signature in black ink, appearing to read "Robert A. Rosenthal". The signature is fluid and cursive, with a long horizontal stroke extending to the right.

Robert A. Rosenthal
Director, Bureau of Fixed Utility Services

cc: J. McNulty, Secretary

Trigen Energy Services, Inc.
1177 West Loop South, Suite 900
Houston, TX 77027

RECEIVED

AUG 22 2003

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

DOCUMENT
FOLDER

22 August 2003

Office of the Secretary
Pennsylvania Public Utility
Commission, P.O. Box 3265
Harrisburg, Pennsylvania 17105-3265

A-110156

RE: L/C No. SDCMTN541062, Tractebel Energy Services, Inc. – Notice of change in
L/C Issuing Banks

To Whom It May Concern:

This letter serves to inform you that Tractebel Energy Services, Inc. is changing its L/C
Issuing Banks. A new L/C issued by JP Morgan Chase Bank will replace the above
referenced L/C.

The new L/C will be sent to this address. If your address has changed or if you have a
contact name you would like the L/C sent to, please call, 713, 552-2213, or e-mail
lbolton@tractebelusa.com.

Also, the new L/C will have a clause stating it will become effective upon your returning
the HSBC L/C to HSBC. There will be continual L/C coverage to Pennsylvania Public
Utility.

Original L/C should be returned to:
Mr. Judah Israel
HSBC Bank USA
452 5th Avenue – Fifth Floor
New York, NY 10018

DOCKETED
SEP 16 2003

Kind regards,



Linda Bolton
Cash Manger

Linda Bolton
Cash Manager
Tel 713 552 2213
Fax 713 552 2345

E-mail: lbolton@tractebelusa.com

SVEZ

2

Advising Bank

DOCUMENT
FOLDER

A-110156

***** DIRECT *****

RECEIVED

APPLICANT:
TRACTEBEL ENERGY SERVICES, INC.
1177 WEST LOOP SOUTH, STE 800
HOUSTON, TX 77027

Beneficiary

SEP 11 2003

A PUBLIC UTILITY COMMISSION

SECRETARY'S BUREAU

PENNSYLVANIA PUBLIC UTILITY
COMMISSION, OFFICE OF THE SECRETARY
P. O. BOX 3265
HARRISBURG, PENNSYLVANIA 17105-3265

AMOUNT: USD 250,000.00
(TWO HUNDRED FIFTY THOUSAND
AND 00/100 UNITED STATES
DOLLARS)

WE HEREBY ESTABLISH IN YOUR FAVOR THIS IRREVOCABLE STANDBY LETTER OF CREDIT NO. D-240930 (THIS "LETTER OF CREDIT") IN FAVOR OF THE PENNSYLVANIA PUBLIC UTILITY COMMISSION, COMMONWEALTH (THE "BENEFICIARY") BY ORDER AND FOR ACCOUNT OF TRACTEBEL ENERGY SERVICES, INC. (THE "APPLICANT"), FOR DRAWINGS UP TO U.S. DOLLARS \$250,000.00 (TWO HUNDRED FIFTY THOUSAND AND 00/100 U.S. DOLLARS ONLY).

THIS IRREVOCABLE STANDBY LETTER OF CREDIT IS WRITTEN IN ACCORDANCE WITH SECTION 2809 (C) (1) (I) OF THE PUBLIC UTILITY CODE, 66 PA. C.S. SECTION 2809 (C) (1) (I), TO ASSURE COMPLIANCE WITH APPLICABLE PROVISIONS OF THE PUBLIC UTILITY CODE, 66 PA. C.S. SECTION 101, ET SEQ., AND THE RULES AND THE REGULATIONS OF THE PENNSYLVANIA PUBLIC UTILITY COMMISSION BY THE PRINCIPLE AS A LICENSED ELECTRIC GENERATION SUPPLIER; TO ENSURE THE PAYMENT OF THE GROSS RECEIPTS TAX AS REQUIRED BY SECTION 2810 OF THE PUBLIC UTILITY CODE, 66 PA. C.S. SECTION 2810; AND TO ENSURE THE SUPPLY OF ELECTRICITY AT RETAIL IN ACCORDANCE WITH CONTRACTS, AGREEMENTS OR ARRANGEMENTS. PAYMENT OF CLAIMS SHALL HAVE THE FOLLOWING PRIORITY: (I) THE COMMONWEALTH; (II) ELECTRIC DISTRIBUTION COMPANIES FOR THE REIMBURSEMENT OF GROSS RECEIPTS TAX; AND (III) PRIVATE INDIVIDUALS. PROCEEDS OF THE LOC MAY NOT BE USED TO PAY ANY PENALTIES OR FINES LEVIED AGAINST THE PRINCIPAL FOR VIOLATIONS OF THE LAW, OR FOR PAYMENT OF ANY OTHER TAX OBLIGATIONS OWED TO THE COMMONWEALTH.

WE HEREBY UNDERTAKE TO HONOR YOUR DRAFT(S) AT SIGHT, WHICH MAY BE IN MULTIPLE DRAWS FROM TIME TO TIME, DRAWN ON US AND MARKED "DRAWN UNDER CREDIT NUMBER D-240930" FOR ALL OR ANY PART OF THIS LETTER OF CREDIT. EACH DRAWING CERTIFICATE SHALL BE IN THE FORM OF ANNEX A HERETO IF THE DRAWING IS MADE WITH RESPECT TO THE PAYMENT OF CLAIMS FOR, IN ORDER, OF THE FOLLOWING PRIORITY:

- (I) THE COMMONWEALTH
- (II) ELECTRIC DISTRIBUTION COMPANIES FOR THE REIMBURSEMENT OF GROSS RECEIPTS TAX; AND
- (III) PRIVATE INDIVIDUALS

FUNDS UNDER THIS LETTER OF CREDIT ARE AVAILABLE TO THE

DOCKETED

-CONTINUED-

SEP 22 2003

Ken Vorhies

D-240930- -001-L1-01-

Authorized Signature

Advising Bank

***** DIRECT *****

APPLICANT:
TRACTEBEL ENERGY SERVICES, INC.
1177 WEST LOOP SOUTH, STE 800
HOUSTON, TX 77027

Beneficiary

PENNSYLVANIA PUBLIC UTILITY
COMMISSION, OFFICE OF THE SECRETARY
P. O. BOX 3265
HARRISBURG, PENNSYLVANIA 17105-3265

AMOUNT: USD 250,000.00
(TWO HUNDRED FIFTY THOUSAND
AND 00/100 UNITED STATES
DOLLARS)

BENEFICIARY AGAINST YOUR DRAWING CERTIFICATES PRESENTED TO US BY NO LATER THAN 10:00 A.M. (NEW YORK, NEW YORK TIME) ON SUCH BUSINESS DAY TO JPMORGAN CHASE BANK, C/O JPMORGAN TREASURY SERVICES, 10420 HIGHLAND MANOR DRIVE, 4TH FLOOR, TAMPA, FLORIDA 33610, ATTN: STANDBY LETTER OF CREDIT DEPT. THE AFORESAID CERTIFICATES SHALL HAVE ALL BLANKS APPROPRIATELY COMPLETED, SHALL BE SIGNED BY A PERSON PURPORTING TO BE YOUR AUTHORIZED OFFICER AND SHALL BE EITHER IN THE FORM OF A LETTER ON YOUR LETTERHEAD OR A COMMUNICATION BY FACSIMILE DELIVERED TO US. ANY COMMUNICATION BY FACSIMILE PURSUANT TO WHICH A DRAWING IS MADE HEREUNDER SHALL BE PROMPTLY CONFIRMED TO US IN WRITING.

FUNDS PAYABLE UNDER THIS LETTER OF CREDIT SHALL BE PAID FOR THE ACCOUNT OF THE PENNSYLVANIA PUBLIC UTILITY COMMISSION, COMMONWEALTH BY THE CLOSE OF BUSINESS (EASTERN STANDARD TIME) ON THE FIRST BUSINESS DAY AFTER THE DAY PRESENTATION IS MADE TO THE BANK FOR DRAWS EXECUTED ON YOUR BEHALF AS STATED BY ANNEX A.

THIS LETTER OF CREDIT SHALL EXPIRE ON SEPTEMBER 4, 2004, BUT SUCH EXPIRATION DATE SHALL BE AUTOMATICALLY EXTENDED FOR A PERIOD OF ONE YEAR ON THE EXPIRY DATE OR ANY FUTURE EXPIRY DATE, UNLESS, AT LEAST 120 DAYS BEFORE THE CURRENT EXPIRATION DATE, WE NOTIFY BOTH YOU AND TRACTEBEL ENERGY SERVICES, INC. BY CERTIFIED MAIL, RETURN RECEIPT REQUESTED, THAT WE HAVE DECIDED NOT TO EXTEND THIS LETTER OF CREDIT BEYOND THE CURRENT EXPIRATION DATE. IN THE EVENT YOU ARE SO NOTIFIED, ANY UNUSED PORTION OF THIS CREDIT SHALL BE AVAILABLE UPON PRESENTATION OF YOUR SIGHT DRAFT AND THE SIGNED STATEMENT REFERRED TO ABOVE FOR 120 DAYS AFTER THE DATE OF RECEIPT BY YOU AND TRACTEBEL ENERGY SERVICES, INC. AS SHOWN ON THE SIGNED RETURN RECEIPTS.

EXCEPT AS STATED HEREIN, THIS LETTER OF CREDIT IS SUBJECT TO THE UNIFORM CUSTOMS AND PRACTICE FOR DOCUMENTARY CREDITS (1993 REVISION) INTERNATIONAL CHAMBER OF COMMERCE PUBLICATION NO. 500 AND THE LAWS OF THE COMMONWEALTH OF PENNSYLVANIA.

-CONTINUED-



Authorized Signature

Advising Bank

***** DIRECT *****

APPLICANT:
TRACTEBEL ENERGY SERVICES, INC.
1177 WEST LOOP SOUTH, STE 800
HOUSTON, TX 77027

Beneficiary

PENNSYLVANIA PUBLIC UTILITY
COMMISSION, OFFICE OF THE SECRETARY
P. O. BOX 3265
HARRISBURG, PENNSYLVANIA 17105-3265

AMOUNT: USD 250,000.00
(TWO HUNDRED FIFTY THOUSAND
AND 00/100 UNITED STATES
DOLLARS)

ANNEX A TO LETTER OF CREDIT

DRAWING UNDER LETTER OF CREDIT NO. D-240930

DATE: 20

TO: JPMORGAN CHASE BANK
C/O JPMORGAN TREASURY SERVICES
10420 HIGHLAND MANOR DRIVE, 4TH FLOOR
TAMPA, FLORIDA 33610
ATTENTION: STANDBY LETTER OF CREDIT UNIT

LADIES AND GENTLEMEN:

THE PENNSYLVANIA PUBLIC UTILITY COMMISSION, COMMONWEALTH (THE "BENEFICIARY") HEREBY CERTIFIES TO JPMORGAN CHASE BANK, WITH REFERENCE TO ITS IRREVOCABLE STANDBY LETTER OF CREDIT NO D-240930 (THE "LETTER OF CREDIT"); CAPITALIZED TERMS USED AND NOT DEFINED HEREIN HAVING THE MEANINGS SET FORTH IN THE LETTER OF CREDIT; THAT THE BENEFICIARY IS MAKING A DEMAND FOR PAYMENT UNDER THE LETTER OF CREDIT WITH RESPECT TO \$ TO BE USED FOR THE PAYMENT OF CLAIMS FOR THE COMMONWEALTH, EDC'S FOR THE REIMBURSEMENT OF GROSS RECEIPTS TAX, AND/OR PRIVATE INDIVIDUALS.

VERY TRULY YOURS,
PENNSYLVANIA PUBLIC UTILITY COMMISSION

BY:
NAME:
TITLE:
DATE:

CC: TRACTEBEL ENERGY SERVICES, INC. (APPLICANT)
1177 WEST LOOP SOUTH, STE 900
HOUSTON, TEXAS 77027
ATTN: LINDA BOLTON
FAX : 713 552 2345

HSBC



101617

A 110156

DATE OF AMENDMENT:
23 JAN 2004

CREDIT NUMBER: SDCMTN541062
ISSUED ON: 15 NOV 2000

BENEFICIARY:
OFFICE OF THE SECRETARY
PENNSYLVANIA PUBLIC UTILITY
COMMISSION, PO BOX 3265
HARRISBURG, PA 17105-3265

APPLICANT:
TRIGEN ENERGY CORPORATION
C/O TRACTEBEL NORTH AMERICA, INC.
1177 WEST LOOP SOUTH, SUITE 900
HOUSTON, TX 77027 ATTN: LINDA BOLTON

ADVISING BANK:

DC AMOUNT: USD 250,000.00

THIS AMENDMENT (NO. 006) FORMS
AN INTEGRAL PART OF THE ABOVE
MENTIONED DOCUMENTARY CREDIT AND
MUST BE ATTACHED THERETO.

INSERT:

WE ELECT NOT TO RENEW THE ABOVE LETTER OF CREDIT UPON
EXPIRATION. PLEASE BE ADVISED THAT THE FINAL EXPIRY DATE OF THIS
CREDIT WILL BE JUNE 16, 2004.

THIS AMENDMENT CONSISTS OF 1 PAGES

DOCUMENT
FOLDER

DOCKETED

JAN 28 2004

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JAN 27 2004

PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

HSBC Bank USA Trade Services
AUTHORIZED SIGNATURE AUTHORIZED SIGNER

ORIGINAL

Tractebel Energy Services, Inc.
1990 Post Oak Blvd., Suite 1900
Houston, Texas 77056

February 23, 2004

DOCUMENT

James J. McNulty, Secretary
P.O. Box 3265
Harrisburg, PA 17105-3265

RECEIVED

FEB 23 2004

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

RE: Request for Additional Copies of Pennsylvania License

A-110156

Dear Mr. McNulty:

On July 18, 2002, the Pennsylvania Public Utility Commission issued a license for Tractebel Energy Services, Inc. to be an electric supplier. In the course of our recent move to a new office location, this document was misplaced, and we would like to request a replacement of this documentation.

Please contact me if you have any further questions or requirements.

Thank you for your attention.

Best regards,



JD Burrows
VP Marketing
Tractebel Energy Services, Inc.

DOCKETED

MAY 13 2004

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2004 APR -5 AM 9:46
P.A.C.C.
SECRETARY'S BUREAU

Tractebel Energy Services, Inc.
1990 Post Oak Blvd., Suite 1900
Houston, Texas 77056

A - 110156

March 26, 2004

James J. McNulty, Secretary
P.O. Box 3265
Harrisburg, PA 17105-3265

DOCKETED
JUN 14 2004

**DOCUMENT
FOLDER**

RE: Request to Change Contact Information on PA website

Dear Mr. McNulty:

Tractebel Energy Services, Inc. would like to request a change in the contact information listed on the PA website that lists "Companies Licensed to be Competitive Electric Suppliers in Pennsylvania," at <http://www.puc.paonline.com/electric/eleclist.asp>.

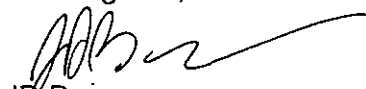
Please replace all the current contact information listed under "customer information" with the following:

Phone: 866-999-8374 (Toll Free)
Fax: 713-636-1601
Website: www.tractebelenergy.com

Please contact me if you have any further questions or requirements.

Thank you for your attention.

Best regards,



JD Burrows
VP Marketing
Tractebel Energy Services, Inc.

SVEZ

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COMMONWEALTH OF PENNSYLVANIA
PENNSYLVANIA PUBLIC UTILITY COMMISSION
P.O. BOX 3265, HARRISBURG, PA 17105-3265

IN REPLY PLEASE
REFER TO OUR FILE

Docket No. A-110156

July 6, 2004

TRACTEBEL ENERGY SERVICES INC
1990 POST OAK BLVD STE 1900
HOUSTON TX 77056-

DOCKETED
JUL 19 2004

**DOCUMENT
FOLDER**

ATTENTION: VICTOR GONZALEZ

RE: License Bond or Other Financial Security

Dear Mr. Gonzalez:

Pursuant to 66 Pa. C.S. §2809(c), no electric supplier license shall remain in force unless the licensee furnishes a bond or other security approved by the Commission to ensure the financial responsibility of the electric generation supplier and the supply of electricity at retail. The Commission's records indicate that the bond or other approved security provided by Tractebel Energy Services Inc will have been in place for approximately one year on September 4, 2004

The Commission's regulations at 52 Pa. Code §54.40(d) require "the security level for each licensee will be reviewed annually and modified primarily based upon the licensee's reported annual gross receipts information. The security level will be 10% of the licensee's reported gross receipts." The minimum security level provided may not be less than the initial security level provided when the license was granted. Unless approved by the Commission, the initial security level is \$250,000.

The Commission's regulations at 52 Pa. Code §54.39(b) require a licensee to file an annual report on or before April 30 of each year, for the previous calendar year, in order to comply with 66 Pa. C.S. §2810(c)(6). This report discloses the total amount of gross receipts from the sale of electricity and the total amount of electricity sold during the preceding calendar year. You must use this same information in calculating the appropriate security level necessary to maintain your license.

In order for your company to maintain its status as a licensed electric supplier in the Commonwealth of Pennsylvania, it must provide proof to the Commission that a bond or other approved security has been obtained.

Your response in this matter is requested within fifteen (15) days of the date of this letter. Submit your response to the Commission's Secretary. Additionally, fax a copy of your response to James Shurskis at (717) 787-4750, Bureau of Fixed Utility Services.

Failure to respond to this matter within fifteen (15) days will cause Commission staff to initiate a formal proceeding, that may lead to the following: cancellation of your company's electric supplier license, removal of your information from the Commission's website and notification to all electric distribution companies, in which your company is licensed to do business, of the cancellation of the license.

Please direct any questions to James Shurskis at (717) 787-8763 or Darren Gill at (717) 783-5244, Bureau of Fixed Utility Services.

Sincerely,

A handwritten signature in black ink, appearing to read "Robert A. Rosenthal", with a long horizontal flourish extending to the right.

Robert A. Rosenthal
Director, Bureau of Fixed Utility Services

cc: J. McNulty, Secretary

ORIGINAL

Tractebel Energy Services, Inc.
1990 Post Oak Boulevard, Suite 1900
Houston, TX 77056

March 21, 2005

James J. McNulty, Secretary
Pennsylvania Public Utility Commission
P.O. Box 3265
Harrisburg, PA 17105-3265

DOCKETED
JUL 07 2005

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MAR 22 2005

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

RE: **Electric Generation Supplier License No. A-110156**
Company name change

Dear Secretary McNulty:

Please note that, effective as of **March 28, 2005**, the name of Tractebel Energy Services, Inc. will be changed to **SUEZ Energy Resources NA, Inc.** This is a change of name only. There has been no change of ownership in the company. The addresses and telephone numbers will remain the same.

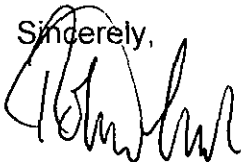
For your reference, we have enclosed copies of the relevant Delaware Secretary of State documents evidencing the name change, along with copies of the name change documents filed with the Pennsylvania Department of State's Corporation Bureau on March 11, 2005.

The new e-mail address for the company's Regulatory Contact (Thomasine Pantazis) has changed to: thomasine.pantazis@suezenergyna.com.

The new website link for the company is www.suezenergyresources.com.

Please update your records to reflect the company's new name and new e-mail and web addresses. If you have any questions regarding this matter, please contact Thomasine Pantazis, Senior Counsel, at (713) 636-1933.

Sincerely,



Robert Task
Vice President and General Counsel

KJR

DOCUMENT
FOLDER

Enclosures

SUEZ

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MAR 22 2005

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

BUREAU USE ONLY:

Revenue Labor & Industry

Other _____

File Code _____ Filed Date _____

Part I. Complete for each filing:

Current name of entity or registrant (survivor or new entity if merger or consolidation):

Entity number, if known: Incorporation/qualification date in PA:

State of Inc: Federal EIN: Specified effective date, if any:

Part II. Check proper box:

Amendment (complete Section A) Merger, Consolidation or Division (complete Section B,C or D)

Consolidation (complete Section C) Division (complete Section D)

Conversion (complete Section A & E) Correction (complete Section A)

Termination (complete Section H) Revival (complete Section G)

Dissolution before Commencement of Business (complete Section F)

Section A – Check box(es) which pertain to changes:

Name: SUEZ Energy Resources NA, Inc.

____ Registered Office: Number & street/RD number & box number City State Zip County

____ Purpose:

____ Stock (aggregate number of share authorized): _____ Effective date: _____

____ Term of Existence: _____ Other: _____

____ **Section B – Merger** Complete Section A if any changes to surviving entity:
Merging Entities are: (attach sheet for additional merging entities)

Name: _____ Entity #, if known: _____

Effective date: _____ Inc./qual. date in PA: _____ State of Inc: _____

Name: _____ Entity #, if known: _____

Effective date: _____ Inc./qual. date in PA: _____ State of Inc: _____

Section C - Consolidation

Consolidating Entities are: *(attach sheet for additional consolidating entities)*
 Name: _____

Entity #, if known: _____ Inc./qual. date in PA. _____ State of Inc. _____

Name: _____

Entity #, if known: _____ Inc./qual. date in PA. _____ State of Inc. _____

Section D - Division

Forming new entity(s) named below: *(attached sheet for additional entities)*

Name: _____ Entity Number: _____

Name: _____ Entity Number: _____

Check one: Entity named in Part I survives. *(any changes, complete Section A)*

Entity named in Part I does not survive.

Section E - Conversion *(complete Section A)*

Check one: Converted from nonprofit to profit Converted from profit to nonprofit

Section F - Dissolved by Shareholders or Incorporators Before Commencement of Business

Section G - Statement of Revival *(complete Section A for any changes to revived entity)*

Entity named in Part I hereby revives its charter or articles which were forfeited by Proclamation or expired.

Section H - Statement of Termination *(attach sheet for additional entities involved)*

_____ filed in the Department of State on _____ is/are hereby terminated.
 (type of filing made) month/date/year hour, if any

If merger, consolidation or division, list all entities involved, other than that listed in Part I:

Name: _____ Entity number: _____

Name: _____ Entity number: _____

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

Application for Amended Certificate of Authority

Foreign Corporation

(15 Pa.C.S.)

Foreign Business Corporation (§ 4126)

Foreign Nonprofit Corporation (§ 6126)

Entity Number

Name

Address

City

State

Zip Code

Document will be returned to the
name and address you enter to
the left.



RECEIVED

MAR 22 2005

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Fee: \$250

Filed in the Department of State on _____

Secretary of the Commonwealth

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. (relating to corporations and unincorporated associations), the undersigned foreign corporation, desiring to receive an amended certificate of authority, hereby states that:

1. The name under which the corporation currently holds a certificate of authority to do business within the Commonwealth of Pennsylvania is:
Tractebel Energy Services, Inc.

2. The name of the jurisdiction under the laws of which the corporation is incorporated is: Delaware

3. The address of its principal office under the laws of the jurisdiction in which it is incorporated is:

1209 Orange Street, Wilmington, Delaware 19801

Number and Street

City

State

Zip

4. The (a) address of this corporation's registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:

(a) Number and Street

City

State

Zip

County

(b) Name of Commercial Registered Office Provider

c/o: CT Corporation System

County

Philadelphia

Check if applicable:

The foregoing reflects a change in Pennsylvania registered office.

5. The corporation desires that its certificate of authority be amended to change the name under which it is authorized to transact business in the Commonwealth of Pennsylvania to:

SUEZ Energy Resources NA, Inc.

6. If the name set forth in Paragraph 5 is not available for use in this Commonwealth, complete the following:

The fictitious name which the corporation adopts for use in transacting business in this Commonwealth is:

The corporation shall do business in Pennsylvania only under such fictitious name pursuant to the attached resolution of the board of directors under the applicable provisions of 15 Pa.C.S. (relating to corporations and unincorporated associations) and the attached form DSCB:54-311 (Application for Registration of Fictitious Name).

7. Check one of the following:

The change of name reflects a change effected in the jurisdiction of incorporation

Documents complying with the applicable provisions of 15 Pa.C.S. § 4123(b) or 6123(b) (relating to exception; name) accompany this application.

IN TESTIMONY WHEREOF, the undersigned corporation has caused this Application for an Amended Certificate of Authority to be signed by a duly authorized officer thereof this

28th day of February,

2005

Tractebel Energy Services, Inc.

Name of Corporation

Zin Smati

Signature

Zin Smati, President

Title

Delaware

PAGE 1

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 SERVICES, INC.", CHANGING ITS NAME FROM "TRACTEBEL ENERGY SERVICES, INC." TO "SUEZ ENERGY RESOURCES NA, INC.", FILED IN THIS OFFICE ON THE FOURTH DAY OF MARCH, A.D. 2005, AT 7:25 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

RECEIVED

MAR 22 2005

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU



3402518 8100

050188671

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3724780

DATE: 03-07-05

CERTIFICATE OF AMENDMENT TO THE
CERTIFICATE OF INCORPORATION OF
TRACTEBEL ENERGY SERVICES, INC.

Tractebel Energy Services, Inc., (the "Company") a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

1. That the Board of Directors of the Company, by unanimous consent of its members, adopted and approved the following resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said Company:

"RESOLVED, that Article One of the Certificate of Incorporation be and it hereby is amended in its entirety to read as follows:

"Article One

The name of the corporation is SUEZ Energy Resources NA, Inc."

2. That the sole stockholder, by unanimous written consent, adopted and approved said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

3. That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the Company has caused this certificate to be signed by its Authorized Officer, this 28th day of February, 2005.

TRACTEBEL ENERGY SERVICES, INC.

By: Zin Smati
Zin Smati
President

State of Delaware
Secretary of State
Division of Corporations
Delivered 08:00 PM 03/04/2005
FILED 07:25 PM 03/04/2005
SRV 050188671 - 3402518 FILE



JPMorgan Chase Bank, N.A.
 c/o JPMorgan Treasury Services
 Global Trade Services
 10420 Highland Manor Drive
 Tampa, FL 33610
 Tel.: 866-632-5101

**DOCUMENT
 FOLDER**

A-110156

MAR 29, 2005
 OUR L/C NO.: D-240930

AMENDMENT NO.: 1

TO:
 PENNSYLVANIA PUBLIC UTILITY
 COMMISSION, OFFICE OF THE SECRETARY
 P.O. BOX 3265
 HARRISBURG, PENNSYLVANIA 17105-3265

APPLICANT:
 SUEZ ENERGY RESOURCES NA, INC.
 1990 POST OAK BLVD, STE 1900
 HOUSTON, TX 77056-4499

IN ACCORDANCE WITH INSTRUCTIONS RECEIVED, THE ABOVE REFERENCED STANDBY LETTER OF CREDIT HAS BEEN AMENDED AS FOLLOWS:

RECEIVER'S REFERENCE: NONREF

APPLICANT'S NAME AND ADDRESS ARE CHANGED TO
 SUEZ ENERGY RESOURCES NA, INC.
 1990 POST OAK BLVD, STE 1900
 HOUSTON, TX 77056-4499

DRAFT(S) NOW TO BE DRAWN ON
 JPMORGAN CHASE BANK, N.A.
 TAMPA, FLORIDA

THE APPLICANT'S NAME IS NOW TO READ AS "SUEZ ENERGY RESOURCES NA, INC." WHEREVER IT APPEARS IN OUR LETTER OF CREDIT.

AS A RESULT OF THE MERGER BETWEEN JPMORGAN CHASE BANK AND BANK ONE, JPMORGAN CHASE BANK HAS CHANGED ITS NAME TO JPMORGAN CHASE BANK, N.A. THEREFORE, THE NAME OF JPMORGAN CHASE BANK IS REPLACED WITH THE NAME JPMORGAN CHASE BANK, N.A., WHEREVER SUCH BANK'S NAME APPEARS HEREIN.

ALL OTHER TERMS AND CONDITIONS OF THE CREDIT REMAIN UNCHANGED.

LYNN M. DUFFY
 ASSISTANT VICE PRESIDENT



JPMorgan Chase Bank, N.A.
c/o JPMorgan Treasury Services
Global Trade Services
10420 Highland Manor Drive
Tampa, FL 33610
Tel.: 866-632-5101

MAR 29, 2005
OUR L/C NO.: D-240930

AMENDMENT NO.: 1

AUTHORIZED SIGNATURE

COMMONWEALTH OF PENNSYLVANIA

DATE: APRIL 4, 2005
SUBJECT: A-110156
TO: Bureau of Fixed Utilities
FROM: James J. McNulty, Secretary

KJR

DOCKETED
JUL 07 2005

**DOCUMENT
FOLDER**

REQUEST FOR NAME CHANGE

Enclosed please find a copy of a request for a name change for the following company:

**TRACTEBEL ENERGY SERVICES INC changed to SUEZ ENERGY
RESOURCES NA INC**

This matter is being referred to your Bureau for appropriate action.

Attachment
dbs