

IOWA POWER AND LIGHT COMPANY

SECRETARY'S CERTIFICATE

FILED NO. 1792

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STATE OF IOWA)
POLK COUNTY) ss.

Compared

MARY E. WELTY
RECORDER
MADISON COUNTY, IOWA

Fee \$5.00

I, K. D. Hartje, hereby certify that I am Secretary of Iowa Power and Light Company, an Iowa corporation having its principal place of business in Des Moines, Iowa (herein the "Corporation"); that I am duly appointed to such office in accordance with the Corporation's Articles of Incorporation and Bylaws and that as secretary I am the keeper of the records of the Corporation including its minute book.

I further certify that at a meeting of the shareholder of the Corporation held as required by law and convened on the 15th day of December, 1989, the following resolution and amendment to the Articles of Incorporation of the Corporation was duly adopted by affirmative vote of all of the issued and outstanding stock entitled to vote thereon.

RESOLVED, that the Articles of Incorporation of Iowa Power and Light Company are hereby amended, effective January 1, 1990, by striking Article I, "Name of Corporation" in its entirety, and inserting in lieu thereof the following:

"ARTICLE I

Name of Corporation

The name of the corporation is IOWA POWER INC."

The foregoing resolution and amendment is presently in full force and effect and has not been revoked or rescinded. This Certificate is given for the purpose of evidencing of public record that the Corporation's name has been changed.

IN WITNESS WHEREOF, I have hereupon set the seal of the Corporation this 22nd day of February, 1990.

K. D. Hartje
K. D. Hartje

Subscribed and sworn to before me by K. D. Hartje this 22nd day of February, 1990.



Julie A. Williams
Notary Public in and for the
State of Iowa

