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4.23.99

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

IPL Energy Inc.

- Individual(s)
 - General Partnership
 - Corporation-State Canada
 - Other _____
- Association
 - Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: October 7, 1998

2. Name and address of receiving party(ies):

Name: Enbridge Inc.

Internal Address: Suite 2900, Canada Trust Tower

Street Address: 421 7th Avenue S.W.

City: Calgary Alberta State: _____ ZIP: T2P4K9

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Canada
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark registration No.(s)

2,221,925

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Amy L. Nelkin, Esq.

Internal Address: Kane, Dalsimer, Sullivan
Kurucz, Levy, Eisele and Richard LLP

Street Address: 711 Third Avenue

City: New York State: NY ZIP: 10017

6. Total number of application registrations involved: ...

05-12-1999
101035637

7. Total fee (37 CFR 3.41):..... \$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

11-0215

(Attach duplicate copy of this page if paying by deposit account)

05/11/1999 INGVYEN 00000110 2221925

DO NOT USE THIS SPACE

01 FC:481

(40.00 DP)

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Amy L. Nelkin

Name of Person Signing

Amy L. Nelkin

Signature

4/21/99

Date

Total number of pages comprising cover sheet:

3



Industry Canada Industrie Canada

**Certificate
of Amendment**

**Canada Business
Corporations Act**

**Certificat
de modification**

**Loi canadienne sur
les sociétés par actions**

Enbridge Inc.

227602-0

Name of corporation-Dénomination de la société

Corporation number-Numéro de la société

I hereby certify that the articles of the above-named corporation were amended

Je certifie que les statuts de la société susmentionnée ont été modifiés :

(a) under section 13 of the *Canada Business Corporations Act* in accordance with the attached notice;

a) en vertu de l'article 13 de la *Loi canadienne sur les sociétés par actions*, conformément à l'avis ci-joint;

(b) under section 27 of the *Canada Business Corporations Act* as set out in the attached articles of amendment designating a series of shares;

b) en vertu de l'article 27 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses modificatrices ci-jointes désignant une série d'actions;

(c) under section 179 of the *Canada Business Corporations Act* as set out in the attached articles of amendment;

c) en vertu de l'article 179 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses modificatrices ci-jointes;

(d) under section 191 of the *Canada Business Corporations Act* as set out in the attached articles of reorganization.

d) en vertu de l'article 191 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses de réorganisation ci-jointes.

Director - Directeur

October 7, 1998/le 7 octobre 1998

Date of Amendment - Date de modification

Canada

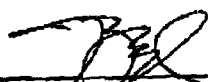
TO ALL TO WHOM THESE PRESENTS MAY COME, BE SEEN OR KNOWN

I, **Blaine G. Melnyk**, a Notary Public in and for the Province of Alberta, by Royal Authority duly appointed, residing at the City of Calgary, in the said Province, **DO HEREBY CERTIFY AND ATTEST** that the paper writing hereunto attached is a **TRUE COPY** of a document produced to me and purporting to be :

A Certificate and Articles of Amendment amending the name from IPL Energy Inc. to Enbridge Inc. dated October 7, 1998.

THE SAID COPY having been compared by me with the said original document, an act whereof being requested, I **HAVE GRANTED** the same under my notarial form and seal of office to serve and avail as occasion shall or may require.

IN TESTIMONY WHEREOF, I have hereto subscribed my name and affixed my seal of office at Calgary, this 9th day of October, 1998.



Blaine G. Melnyk
BARRISTER & SOLICITOR
A Notary Public in and for the Province of Alberta