

07-20-1999



COVER SHEET ONLY

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101097364

To the Honorable Commissioner of Patents and T.

hereof.

1. Name of conveying party(ies): NIPSCO Industries, Inc.

- Individual(s), Association, General Partnership, Limited Partnership, Corporation - Indiana, Other

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

3. Nature of conveyance: MERG 7-6-99

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

Effective Date: April 14, 1999

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

Name: NiSource Inc.

Internal Address:

Street Address: 801 East 26th Avenue

City: Merrillville State: Indiana Zip: 46410

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation Indiana, Other

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

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1,780,608

Additional numbers attached? Yes No

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

Name: Lisa Winger

Internal Address: Schiff Hardin & Waite

Street Address: 6600 Sears Tower

233 S. Wacker Drive

City: Chicago State: IL Zip: 60606

6. Total number of applications and registrations involved: 1

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

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

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

DO NOT USE THIS SPACE

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.

Lisa Winger Name of Person Signing

[Signature] Signature

July 6, 1999 Date

Total number of pages comprising cover sheet: 1

07/19/1999 DNGUYEN 00000257 1780608

Do not detach this portion

FC:481 40.00 DP Mail documents to be recorded with required cover sheet information to:

Assistant Commissioner for Trademarks 2900 Crystal Drive Arlington, VA 22202-3513

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet.

STATE OF INDIANA  
OFFICE OF THE SECRETARY OF STATE

ARTICLES OF AMENDMENT

To Whom These Presents Come, Greeting:

WHEREAS, there has been presented to me at this office, Articles of Amendment for:

**NIPSCO INDUSTRIES, INC.**

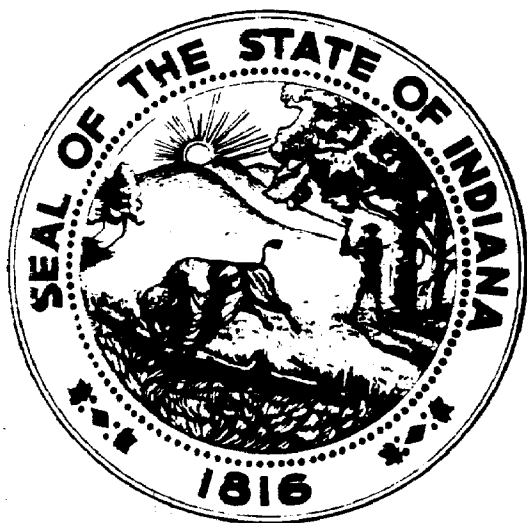
and said Articles of Amendment have been prepared and signed in accordance with the provisions of the Indiana Business Corporation Law, as amended.

The name of the corporation is amended as follows:

**NISOURCE INC.**

NOW, THEREFORE, I, SUE ANNE GILROY, Secretary of State of Indiana, hereby certify that I have this day filed said articles in this office.

The effective date of these Articles of Amendment is April 14, 1999.



In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis, this Fourteenth day of April, 1999.

*Sue Anne Gilroy*  
SUE ANNE GILROY, Secretary of State

*[Signature]*  
Deputy



**ARTICLES OF AMENDMENT OF THE  
ARTICLES OF INCORPORATION**

State Form 38333 (R7 / 4-95)

Approved by State Board of Accounts 1995

SUE ANNE GILROY  
SECRETARY OF STATE  
CORPORATIONS DIVISION

**INSTRUCTIONS:** Use 8 1/2" x 11" white paper for inserts  
Present original and one copies to the address in the upper right corner of this form.  
Please TYPE or PRINT.

Indiana Code 23-1-38-1 et seq

**FILING FEE IS \$30.00**

<b>ARTICLES OF AMENDMENT OF THE ARTICLES OF INCORPORATION OF</b>	
Name of Corporation NIPSCO Industries, Inc.	
The undersigned officers of: NIPSCO Industries, Inc.	
<i>(hereinafter referred to as the "Corporation") existing pursuant to the provisions of: (indicate appropriate act)</i> <input checked="" type="checkbox"/> Indiana Business Corporation Law <input type="checkbox"/> Indiana Professional Corporation Act of 1983	
as amended (hereinafter referred to as the "Act"), desiring to give notice of corporate action effectuating amendment of certain provisions of its Articles of Incorporation, certify the following facts:	
<b>ARTICLE I Amendment(s)</b>	
SECTION 1 The date of Incorporation of the Corporation is: 9/22/87	
SECTION 2 The name of the Corporation following this amendment to the Articles of Incorporation is: NiSource Inc.	
SECTION 3 The exact text of Article(s) <u>I</u> of Incorporation is now as follows: _____ of the Articles  "Name The name of the Corporation is NiSource Inc."	
SECTION 4 Date of each amendment's adoption: 4/14/99	

RECEIVED  
CORPORATIONS DIV.  
99APR 14 11 43  
SUE ANNE GILROY

(Continued on the reverse side)

ARTICLE II Manner of Adoption and Vote

Strike inapplicable section:

SECTION 1 This amendment was adopted by the Board of Directors or incorporators and shareholder action was not required.

SECTION 2 The shareholders of the Corporation entitled to vote in respect to the amendment adopted the proposed amendment. The amendment was adopted by:

A. Vote of such shareholders during a meeting called by the Board of Directors. The result of such vote is as follows:

128,627,282	Shares entitled to vote.
103,845,146	Number of shares represented at the meeting.
97,808,748	Shares voted in favor.
4,768,899	Shares voted against.

B. Written consent executed on \_\_\_\_\_, 19\_\_\_\_ and signed by all such shareholders.

ARTICLE III Compliance with Legal Requirements

The manner of the adoption of the Articles of Amendment and the vote by which they were adopted constitute full legal compliance with the Provisions of the Act, the Articles of Incorporation, and the By-Laws of the Corporation.

I hereby verify, subject to the penalties of perjury, that the statements contained herein are true, this 13th day of April, 1999.

Signature of current officer

Printed name of officer

*Nina M. Rausch*

Nina M. Rausch

Officer's title

Secretary