



03-04-2002

02-19-2002

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)



ET

U.S. Patent & TMOfo/TM Mail Rcpt Dt. #26

U.S. Patent and Trademark Office

102001303

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

1. Name of conveying party(ies):

UtiliCorp Holdings, Inc.

2-19-02

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

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

3. Nature of conveyance:

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

Execution Date: April 19, 2001

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

Name: UtiliCorp United Inc.

Internal Address:

Street Address: 20 West Ninth Street

City: Kansas City State: MO Zip: 64105

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State Delaware, 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)

See Attachment A

B. Trademark Registration No.(s)

See Attachment B

Additional number(s) attached Yes No

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

Name: Wade Kerrigan

Internal Address:

Blackwell Sanders Peper Martin LLP

Street Address: 2300 Main, Suite 1000

City: Kansas City State: MO Zip: 64108

6. Total number of applications and registrations involved:

40

7. Total fee (37 CFR 3.41) \$ 1,015

- Enclosed, Authorized to be charged to deposit account

If insufficient, please debit Deposit Account Number 8. Deposit account number: 11-0160

(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.

Wade Kerrigan

Name of Person Signing

Wade Kerrigan

Signature

2/15/02

Date

03/01/2002 6TOM11 00000228 110160 75788907

01 FC:481 40.00 CH 02 FC:482 975.00 CH

Total number of pages including cover sheet, attachments and document

6

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 002456 FRAME: 0746

**UTILICORP HOLDINGS, INC.
UNITED STATES PENDING TRADEMARKS**

APPLICATION NUMBER	TRADEMARK
75/788,907	ARIES
76/202,454	CAPACITYWORKS
75/808,100	EVEREST
76/196,872	EVEREST CONNECTIONS
76/180,182	EVEREST CONNECTIONS
76/187,867	EVEREST CONNECTIONS
75/751,652	GUARANTEEDBILL
75/663,112	GUARANTEEDGENERATION
75/937,888	GUARANTEEDPEAKING
75/663,111	GUARANTEEDPOWER
75/663,113	GUARANTEEDTRANSMISSION
75/620,497	MERCHANT ENERGY PARTNERS, AN
75/720,891	POD
75/718,932	PRICE OF THE DAY
76/330,054	SERVICEONE
75/517,751	SMART. SIMPLE. ENERGY.
75/768,275	THE EXCHANGE CENTER, AN AQUILA

**UTILICORP HOLDINGS, INC.
UNITED STATES REGISTERED TRADEMARKS**

REGISTRATION NUMBER	TRADEMARK	REGISTRATION DATE
1,978,577	ADVISORONE	06/04/1996
2,181,077	BALANCE MANAGER	08/11/1998
2,220,720	BALANCE SELECT	01/26/1999
1,539,625	CAMP	05/16/1989
2,173,480	CAPACITY SELECT	07/14/1998
2,056,244	CHECKLINE	04/22/1997
2,009,421	COMFORT PLEDGE	10/22/1996
1,492,619	DESIGN (UtiliCorp logo)	06/14/1988
2,242,904	ENERGY OPTIONS	05/04/1999
2,189,574	ENERGYONE	09/15/1998
2,269,298	ENERGYONE	08/10/1999
1,975,376	ENERGYONE	05/21/1996
2,419,351	ENERGYONE	01/09/2001
2,527,737	FUEL PARTNERS	01/08/2002
2,205,743	GUARANTEEDWEATHER	11/24/1998
2,035,062	HOT SPOT	02/04/1997
2,169,857	LOCATIONONE	06/30/1998
1,978,578	PROFILEONE	06/04/1996
1,784,422	SERVICE GUARD	07/27/1993
1,924,064	SERVICE GUARD DESIGN	10/03/1995
1,820,791	SERVICEONE	02/08/1994
2,063,994	STREAMLINE	05/20/1997
1,770,875	WESTPLAINS ENERGY	05/11/1993

Office of the Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"UTILICORP HOLDINGS INC.", A DELAWARE CORPORATION, WITH AND INTO "UTILICORP UNITED INC." UNDER THE NAME OF "UTILICORP UNITED INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, WAS RECEIVED AND FILED IN THIS OFFICE THE TWENTIETH DAY OF APRIL, A.D. 2001, AT 8:30 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2101053 8330

AUTHENTICATION: 1091273

010191625

DATE: 04-20-01

TRADEMARK

REEL: 002456 FRAME: 0749

State of Delaware
Office of the Secretary of State

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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 OWNERSHIP, WHICH MERGES:

"UTILICORP HOLDINGS INC.", A DELAWARE CORPORATION,
WITH AND INTO "UTILICORP UNITED INC." UNDER THE NAME OF
"UTILICORP UNITED INC.", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE THE TWENTIETH DAY OF APRIL, A.D. 2001, AT 8:30
O'CLOCK A.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2101053 8100M

AUTHENTICATION: 1091253

010191409

DATE: 04-20-01

TRADEMARK

REEL: 002456 FRAME: 0750

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING
UTILICORP HOLDINGS INC.
INTO
UTILICORP UNITED INC.

UtiliCorp United Inc., a corporation organized and existing under the laws of Delaware,

DOES HEREBY CERTIFY:

FIRST: That this corporation was incorporated on the 9th day of September, 1986, pursuant to the Delaware General Corporation Law.

SECOND: That this corporation owns all of the outstanding shares of the capital stock of UtiliCorp Holdings Inc., a corporation incorporated on the 31st day of May, 1994, pursuant to the Delaware General Corporation Law.

THIRD: That this corporation, by the following resolutions, duly adopted and approved by the unanimous written consent of all of the members of the Executive Committee of its Board of Directors, dated the 19th day of April, 2001 and filed with the minutes of the Board, determined to merge into itself UtiliCorp Holdings Inc.:

RESOLVED, that the merger of UtiliCorp Holdings Inc., a Delaware corporation and wholly owned subsidiary of the Corporation ("UHI"), with and into the Corporation and the assumption by the Corporation of all of UHI's liabilities and obligations be, and the same hereby are, approved, each to become effective on April 20, 2001.

FURTHER RESOLVED, that the proper officers of the Corporation be, and each such officer hereby is, authorized and directed to (a) take any and all actions and (b) execute any and all documents, agreements, certificates, and instruments, in each case, which they or any of them deem necessary or desirable to carry out the purpose and intent of, and to consummate, the foregoing resolutions.

IN WITNESS WHEREOF, said UtiliCorp United Inc. has caused this Certificate to be signed by Leslie J. Parrette, Jr., its Senior Vice President, this 19th day of April, 2001.

UTILICORP UNITED INC.

By: /s/ Leslie J. Parrette, Jr.
Leslie J. Parrette, Jr.
Senior Vice President