

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ARTICLES OF CONVERSION

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
DUKE ENERGY CORPORATION		04/03/2006	CORPORATION: NORTH CAROLINA

RECEIVING PARTY DATA

Name:	DUKE POWER COMPANY LLC
Street Address:	526 South Church Street
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28202-1904
Entity Type:	limited liability company: NORTH CAROLINA

PROPERTY NUMBERS Total: 16

Property Type	Number	Word Mark
Registration Number:	1448419	ZAX'S
Registration Number:	1780619	ENERGY MATTERS
Registration Number:	2156818	DUKE POWER
Registration Number:	2316855	DUKE ENERGY
Registration Number:	2327544	DUKE ENERGY
Registration Number:	2409839	DUKE ENERGY D
Registration Number:	2437884	D
Registration Number:	2504584	ENERGYQUEST
Registration Number:	2504585	WORLD OF ENERGY
Registration Number:	2506690	DE&S
Registration Number:	2595223	KNOWTRIP
Registration Number:	2603450	SAGGEN
Registration Number:	2617545	WE GENERATE WHAT'S NEXT

OP \$415.00 1448419

Registration Number:	2793560	DUKE COMMUNICATION SERVICES
Registration Number:	2793561	DUKENET COMMUNICATIONS
Registration Number:	3132201	ADVANCE SC

CORRESPONDENCE DATA

Fax Number: (704)353-3871
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 704.331.7400
Email: docket@kennedycovington.com
Correspondent Name: Karl S. Sawyer, Jr.
Address Line 1: 214 North Tryon Street
Address Line 2: Hearst Tower, 47th Floor
Address Line 4: Charlotte, NORTH CAROLINA 28202

ATTORNEY DOCKET NUMBER:	01172.500
NAME OF SUBMITTER:	Karl S. Sawyer, Jr.
Signature:	/karl s sawyer jr./
Date:	01/02/2007

Total Attachments: 3
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ARTICLES OF ORGANIZATION
INCLUDING ARTICLES OF CONVERSION

OF

DUKE POWER COMPANY LLC

Pursuant to Sections 55-11A-12, 57C-2-20 and 57C-9A-03 of the General Statutes of North Carolina, the undersigned do hereby submit these Articles of Organization including Articles of Conversion for the purpose of forming a limited liability company by the conversion of Duke Energy Corporation, a North Carolina corporation (the "Converting Corporation").

ARTICLE FIRST

Name

The name of the limited liability company is Duke Power Company LLC.

ARTICLE SECOND

Duration

The term of the limited liability company shall be unlimited.

ARTICLE THIRD

Execution

The name and address of each person executing these Articles of Organization are as follows:

<u>Name</u>	<u>Address</u>
Duke Energy Corporation, a North Carolina corporation (as converting business entity)	526 South Church Street, Charlotte, Mecklenburg County, North Carolina 28202-1904
Duke Energy Corporation, f/k/a Duke Energy Holding Corp., a Delaware Corporation (as sole member)	526 South Church Street, Charlotte, Mecklenburg County, North Carolina 28202-1904

ARTICLE FOURTH

Registered Office

The street address of the initial registered office of the limited liability company is 225 Hillsborough Street, Raleigh, Wake County, NC 27603, and the name of its initial registered agent at such address is CT Corporation System.

ARTICLE FIFTH

Principal Address

The principal address of the limited liability company is Duke Power Company LLC, 526 South Church Street, Charlotte, Mecklenburg County, North Carolina 28202-1904.

ARTICLE SIXTH

Members not Managers

Except as provided in Section 57C-3-20(a) of the General Statutes of North Carolina, the members shall not be managers by virtue of their status as members.

ARTICLE SEVENTH

Articles of Conversion

This domestic limited liability company is being formed pursuant to a conversion of the Converting Corporation.

The name of the Converting Corporation is Duke Energy Corporation, which is a corporation incorporated under the laws of the State of North Carolina.


A plan of conversion has been approved by the Converting Corporation as required by law.

Effectiveness. These Articles of Organization and the included Articles of Conversion shall be effective at 8:45 am on April 3, 2006.

IN WITNESS WHEREOF, these Articles of Organization including Articles of Conversion are adopted as of the 31 day of April, 2006.


SOLE MEMBER:

DUKE ENERGY CORPORATION, f/k/a Duke Energy Holding Corp., a Delaware corporation

By: 
Robert T. Lucas III, Assistant Secretary

CONVERTING BUSINESS ENTITY:

DUKE ENERGY CORPORATION, a North Carolina corporation

By: 
B. Keith Trent, Group Vice President,
General Counsel and Secretary