

Delaware

PAGE 1

The First State

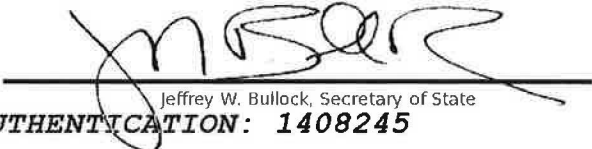
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "HESS ENERGY MARKETING, LLC", CHANGING ITS NAME FROM "HESS ENERGY MARKETING, LLC" TO "DIRECT ENERGY BUSINESS MARKETING, LLC", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF MAY, A.D. 2014, AT 9:19 O'CLOCK A.M.

5306943 8100

140741461

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1408245


DATE: 05-29-14

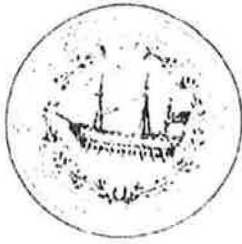
**CERTIFICATE OF AMENDMENT
TO CERTIFICATE OF FORMATION OF
HESS ENERGY MARKETING, LLC**

HESS ENERGY MARKETING, LLC, a limited liability company organized and existing under and by virtue of the Delaware Limited Liability Act (the "Company"), does hereby certify:

1. The name of the Company is Hess Energy Marketing, LLC.
2. The Certificate of Formation of the Company is amended so that Article 1 thereof shall read in its entirety as follows:
 1. The name of the limited liability company is Direct Energy Business Marketing, LLC

IN WITNESS WHEREOF, the undersigned has signed this Certificate on the 29th day of May, A.D. 2014.


Bray Dohrwardt, Secretary



State of New Hampshire
Department of State
Corporation Division
603-271-3246



Enclosed is the acknowledgment copy of your Application for Amended Registration for Foreign LLC. It acknowledges this office's receipt and filing of your documents.

Should you have any questions, you may contact the Corporation Division at the above number or email us at corporate@sos.state.nh.us. Please reference your Business ID # located in the filed section of the enclosed acknowledgement copy of Application for Amended Registration for Foreign LLC.

Please visit our website for helpful information regarding all your business needs.

Regards,

New Hampshire Department of State
Corporation Division

Business ID#: 690305

Mailing address - 107 North Main Street, State House room 204, Concord, N.H. 03301-4989
Physical Location - 25 Capitol Street, State House Annex - 3rd Floor, Concord NH
Forms on Web - www.nh.gov/sos/corporate

State of New Hampshire

Filed
Date Filed: 06/12/2014
Business ID: 690305
William M. Gardner
Secretary of State

Filing fee: \$35.00
Use black print or type.

Form FLLC-2
RSA 304-C:178

APPLICATION FOR AMENDED REGISTRATION FOR FOREIGN LIMITED LIABILITY COMPANY

PURSUANT TO THE PROVISIONS of the New Hampshire Limited Liability Company laws, the undersigned hereby applies for an amended registration to transact business in New Hampshire and for that purpose submits the following statement:

FIRST: The name of the limited liability company is: Hess Energy Marketing, LLC

SECOND: The name the limited liability company is currently using in the state of New Hampshire is:
Hess Energy Marketing, LLC

THIRD: The state or country of formation is: Delaware

FOURTH: The date the limited liability company was authorized to transact business in the state of New Hampshire is: 04/11/2013

FIFTH: This application is filed for the following reason(s) (complete all applicable items):

a. The limited liability company has changed its name to: Direct Energy Business Marketing, LLC

b. The name the limited liability company will hereafter use in the state of New Hampshire is changed to: Direct Energy Business Marketing, LLC

c. The limited liability company has changed the state or country of its formation to:

*Signature: [Signature]

Print or type name: Brian Dehwardt

Title: VP of Direct Energy Business, LLC, Sole Member

Date signed: 05/29/2014

* **MUST BE SIGNED BY A MANAGER IF THE LIMITED LIABILITY COMPANY HAS A MANAGER. IF NO MANAGER, MUST BE SIGNED BY A MEMBER.** (If the limited liability company is in the hands of a receiver, executor, or other court appointed fiduciary, trustee, or other fiduciary, it must be signed by that fiduciary)

DISCLAIMER: All documents are available for public inspection in either

State of New Hampshire
Form FLLC 2 - Amendment to Application 2 Page(s)

and will be available for

Mail fee and DATED A
Concord NH 03301-49.



T1416445016

State, 107 North Main Street,
Concord, NH 03301
Form FLLC-2 (1/2013)

DIRECT ENERGY BUSINESS, LLC
12 Greenway Plaza, Suite 250
Houston, TX 77046

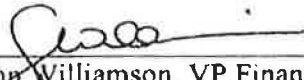
May 29, 2014

To the Secretary of State of New Hampshire:

Re: Consent to Use of Name

Direct Energy Business, LLC, a limited liability company which was originally organized under the laws of the State of Delaware on September 24, 1998, and qualified to transact business in New Hampshire on August 31, 1999 (Business No. 321781), hereby consents to the name change of Hess Energy Marketing, LLC (Business No. 690305) to "Direct Energy Business Marketing, LLC."

By:


John Williamson, VP Finance, Direct
Energy Business, Sole Member

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