

STATE OF MISSOURI



Jason Kander
Secretary of State

CORPORATION DIVISION
CERTIFICATE OF CORPORATE RECORDS

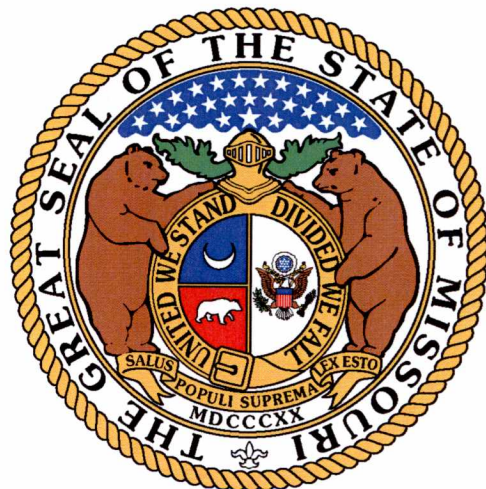
AMEREN TRANSMISSION COMPANY OF ILLINOIS
F01245931

I, JASON KANDER, Secretary of State of the State of Missouri and Keeper of the Great Seal thereof, do hereby certify that the annexed pages contain a full, true and complete copy of the original documents on file and of record in this office.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 28th day of January, 2015.


Secretary of State

Certification Number: CERT-01282015-0035





State of Missouri
 Robin Carnahan, Secretary of State

Corporations Division
 PO Box 778 / 600 W. Main St., Rm. 322
 Jefferson City, MO 65102

File Number:
 F01245931
 Date Filed: 08/01/2012
 Robin Carnahan
 Secretary of State

**Application for Certificate of Authority
 For a Foreign For-Profit Corporation**
 (Submit with filing fee of \$155.00)

- The corporation's name is Ameren Transmission Company of Illinois
 and it is organized and existing under the laws of Illinois
- The name it will use in Missouri is Ameren Transmission Company of Illinois
- The date of its incorporation was 03/02/2006, and the period of its duration is perpetual
month/day/year
- The address of its principal place of business is 1901 Chouteau Avenue, St. Louis, MO 63103
Address City/State/Zip
- The name and physical address of its registered agent and office in the State of Missouri is
Kenneth L. Schmidt 500 East Independence Drive, Union, MO 63084
Name Address City/State/Zip
- The specific purpose(s) of its business in Missouri are: See attachment

7. The name of its officers and directors and their business addresses are as follows:

Officers	Name	Address	City/State/Zip
President	<u>Maureen A. Borkowski</u>	<u>1901 Chouteau Avenue, St. Louis, MO</u>	<u>63103</u>
Vice President	<u>Martin J. Lyons, Jr.</u>	<u>1901 Chouteau Avenue, St. Louis, MO</u>	<u>63103</u>
Secretary	<u>Gregory I. Nelson</u>	<u>1901 Chouteau Avenue, St. Louis, MO</u>	<u>63103</u>
Treasurer	<u>Jerre E. Birdsong</u>	<u>1901 Chouteau Avenue, St. Louis, MO</u>	<u>63103</u>
Asst. Secretary	<u>Craig W. Stensland</u>	<u>1901 Chouteau Avenue, St. Louis, MO</u>	<u>63103</u>
Board of Directors			
Director	<u>Maureen A. Borkowski</u>	<u>same as above</u>	
Director	<u>Daniel F. Cole</u>	<u>same as above</u>	
Director	<u>Mark C. Lindgren</u>	<u>same as above</u>	
Director	<u>Martin J. Lyons, Jr.</u>	<u>same as above</u>	
Director	<u>Gregory I. Nelson</u>	<u>same as above</u>	
Director	<u>Dennis W. Weisenborn</u>	<i>(Please see next page)</i>	

Name and address to return filed document:

Name: Craig W. Stensland

Address: 1901 Chouteau Avenue

City, State, and Zip Code: St. Louis, MO 63103

State of Missouri
 Creation - General Business - Foreign 4 Page(s)



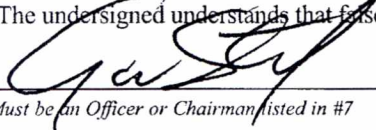
T1221418003

8. The effective date of this document is the date it is filed by the Secretary of State of Missouri, unless you indicate a future date, as follows: _____

(Date may not be more than 90 days after the filing date in this office)

In Affirmation thereof, the facts stated above are true and correct:

(The undersigned understands that false statements made in this filing are subject to the penalties provided under Section 575.040, RSMo)

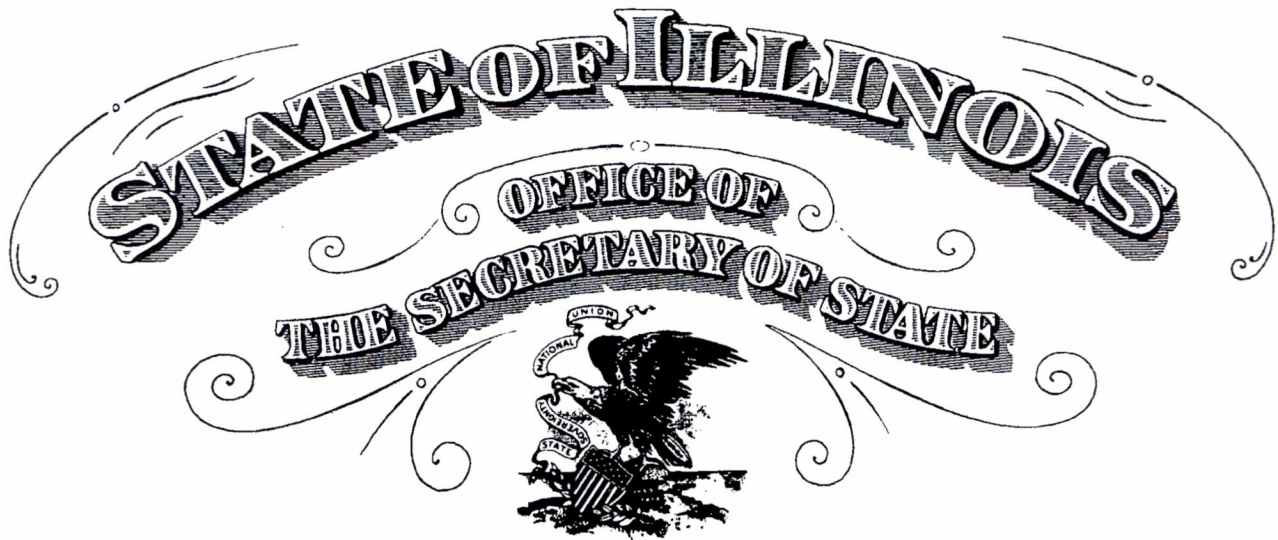
	Craig W. Stensland	Assistant Secretary	8/11/2012
<i>Must be an Officer or Chairman listed in #7</i>	<i>Printed Name</i>	<i>Title</i>	<i>Date</i>

Note: You must submit current original certificate of good standing or certificate of existence with this application. This may be obtained from your Secretary of State or other authority that issues corporate charters.

Attachment to Application for Certificate of Authority
For a Foreign For-Profit Corporation

6. The specific purpose(s) of its business in Missouri are:

The transaction of lawful business for which corporations may be incorporated, including to develop, own, construct, acquire, lease and otherwise deal with, in the public interest and for public use, electric transmission, which includes equipment, property, interests in real estate, lines, towers and all appurtenances and equipment related thereto, and to acquire and maintain, where required, licenses, permits and all other rights regarding the same, except that the corporation will not engage in the generation, distribution or sale of electricity to the general public or otherwise furnish retail electricity to the general public or serve any retail service territory.



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

AMEREN TRANSMISSION COMPANY OF ILLINOIS, A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE ON MARCH 02, 2006, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS.



Authentication #: 1217801974

Authenticate at: <http://www.cyberdriveillinois.com>

In Testimony Whereof, I hereto set
my hand and cause to be affixed the Great Seal of
the State of Illinois, this 26TH
day of JUNE A.D. 2012 .

Jesse White

SECRETARY OF STATE

State of Missouri



Robin Carnahan
Secretary of State

CERTIFICATE OF AUTHORITY

WHEREAS,

AMEREN TRANSMISSION COMPANY OF ILLINOIS
F01245931

using in Missouri the name

AMEREN TRANSMISSION COMPANY OF ILLINOIS

has complied with the General and Business Corporation Law which governs Foreign Corporations; by filing in the office of the Secretary of State of Missouri authenticated evidence of its incorporation and good standing under the Laws of the State of Illinois.

NOW, THEREFORE, I, ROBIN CARNAHAN, Secretary of State of the State of Missouri, do hereby certify that said corporation is from this date duly authorized to transact business in this State, and is entitled to all rights and privileges granted to Foreign Corporations under the General and Business Corporation Law of Missouri.

IN TESTIMONY WHEREOF, I hereunto
set my hand and cause to be affixed the
GREAT SEAL of the State of Missouri.
Done at the City of Jefferson, this
1st day of August, 2012.

Robin Carnahan

Secretary of State

