

EXHIBIT 6

SECRETARY'S CERTIFICATE

I, Christopher M. Reitz, do hereby certify that I am duly elected and acting Secretary of Aquila, Inc. (the "Company"), and as such corporate officer, have in my custody and under my control the corporate records and seal of the Company.

I further certify that the resolutions attached hereto as Exhibit A are full, true and correct copies of resolutions adopted by the Directors of the said Company on August 2, 2006, and said resolution are in full force and effect and have not been amended or revoked.

IN WITNESS WHEREOF, I have hereunto signed this Certificate this 30th day of October, 2006.


CHRISTOPHER M. REITZ
SECRETARY

EXHIBIT A

AUGUST 2, 2006

ACQUISITION OF ARIES POWER PLANT

WHEREAS, MEP Pleasant Hill, LLC ("MEPPH") owns a 585 MW natural gas fired combined-cycle power plant in Pleasant Hill, Missouri (the "Aries Plant");

WHEREAS, MEPPH filed bankruptcy on December 20, 2005 and has announced its intention to sell the Aries Plant in an auction subject to procedures adopted by the bankruptcy court (the "Auction");

WHEREAS, MEPPH has engaged the Company in negotiations regarding the possible purchase of the Aries Plant by the Company (the "Aries Acquisition");

WHEREAS, management has recommended that the Company sign an asset purchase agreement with MEPPH under which the Company would purchase the Aries Plant for up to ~~REDACTED~~ (the "Purchase Agreement"), and thereby serve as the "Stalking Horse" bidder in the auction;

WHEREAS, management has recommended that, in the event another bidder outbids the Company in the auction, the Company have the authority to bid up to ~~REDACTED~~ for the Aries Plant in the auction; and

WHEREAS, the Board believes it is in the best interest of the Company and its stockholders to sign the Purchase Agreement and bid to acquire the Aries Plant from MEPPH as recommended by management;

NOW, THEREFORE, be it:

RESOLVED, that the Company is hereby authorized to enter into the Purchase Agreement, and thereby serve as the "Stalking Horse" bidder in the auction;

FURTHER RESOLVED, that, the Company is hereby authorized to participate in the auction and, in the event another bidder outbids the Company in the auction, to bid up to ~~REDACTED~~ for the Aries Plant in the auction;

FURTHER RESOLVED, that, in the event the Company is successful in the auction, the Company is hereby authorized to perform its obligations under the Purchase Agreement, including taking such steps as may be necessary, advisable, or appropriate, as determined by the officers of the Company, to satisfy the conditions in completing the Aries Acquisition (including obtaining any and all required regulatory approvals); and

FURTHER RESOLVED, that the officers of the Company are, and each such officer is, hereby authorized to do or cause to be done all such acts and things, and to sign and deliver or cause to be signed and delivered all such agreements, instruments, notices, filings, certificates, and other documents, in the name and on behalf of the Company or otherwise, as they or any of them may deem necessary, advisable, or appropriate to carry out the purposes and intent of the foregoing resolutions.