

CERTIFICATE OF LIMITED PARTNERSHIP

OF

AES Eastern Energy, L.P.

This Certificate of Limited Partnership of AES Eastern Energy, L.P. (the "Limited Partnership") is being executed by the undersigned for the purpose of forming a limited partnership pursuant to the Delaware Revised Uniform Limited Partnership Act.

1. The name of the limited partnership is: AES Eastern Energy, L.P.
2. The address of the registered office of the limited partnership is 1013 Centre Road, Wilmington, Delaware 19805. The limited partnership's registered agent at that address is Corporation Services Company.
3. The names and address of the general partners are:

Name	Address
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AES NY, L.L.C.	1001 N. 19th Street Arlington, VA 22209
AES NY2, L.L.C.	1001 N. 29th Street Arlington, VA 22209

IN WITNESS WHEREOF, the undersigned, constituting all of the general partners of the Partnership have caused this Certificate of Limited Partnership, to be duly executed as of the 1st day of December, 1998.

Barry J. Sharp, General Partner