

**FIRST AMENDMENT
TO THE
AMENDED AND RESTATED
POWER SUPPLY AGREEMENT
BETWEEN
AMEREN ENERGY MARKETING COMPANY
AND
AMEREN ENERGY GENERATING COMPANY**

This **First Amendment to the Amended and Restated Power Supply Agreement between Ameren Energy Marketing Company and Ameren Energy Generating Company** (“First Amendment”) is entered into this 1st day of January, 2010, by and between Ameren Energy Marketing Company (“Buyer”), a corporation organized and existing under the laws of the State of Illinois, and Ameren Energy Generating Company (“Seller”), a corporation organized and existing under the laws of the State of Illinois. Buyer and Seller shall hereinafter be referred to individually as a “Party” and collectively the “Parties.”

WITNESSETH:

WHEREAS, Buyer and Seller are parties to that Amended and Restated Power Supply Agreement between Ameren Energy Marketing Company and Ameren Energy Generating Company dated and effective as of March 28, 2008 (hereinafter “Agreement”); and

WHEREAS, on an even date herewith, Seller is acquiring from Ameren Energy Resources Company, LLC all of the Electric Energy, Inc. (“EEInc”) common stock held by Ameren Energy Resources Company, LLC; and

WHEREAS, upon acquiring the EEInc common stock, Seller shall own eighty percent (80%) of EEInc’s common stock; and

WHEREAS, EEInc is the owner of a 1,002 megawatt coal-fired electric generating station known as the Joppa Generating Station, and through a subsidiary, EEInc owns another 74 megawatts of gas-fired combustion turbine generation (collectively “EEInc Generation”); and

WHEREAS, Buyer purchases generation from EEInc per the Power Sales Agreement by and Between Electric Energy, Inc. and Ameren Energy Marketing Company dated December 22, 2005 as amended (PSA); and

WHEREAS, the Parties have a mutual desires for Buyer to secure financial hedges to manage and secure the value of Seller’s EEInc assets (“Hedging Strategy”); and

WHEREAS, the Parties are willing to pursue such Hedging Strategy provided Seller is willing to reimburse Buyer for any financial losses associated with such Hedging Strategy and further provided Buyer is willing to pay to Seller any financial gains associated with such Hedging Strategy; and

WHEREAS, the Parties desire to amend the Agreement to make it clear that Buyer will continue to purchase generation from EEInc through the PSA and not through the Agreement; and

WHEREAS, the Parties wish to amend the Agreement by altering the Capacity Payment formula to eliminate the Seller Federal and State Income tax expense; and

WHEREAS, the Parties desire to add a mechanism into the Agreement through which the financial ramifications of implementing the Hedging Strategy can be realized by Seller.

NOW, THEREFORE, in consideration of the mutual covenants and agreements stated herein, which each Party hereto acknowledges to be sufficient consideration, Buyer and Seller agree to amend the Agreement, as follows:

I. Attachment A – I. Definitions:

A. The definition for “Generating Resources” set forth in the Agreement shall be deleted in its entirety and in lieu thereof a new definition for Generating Resources shall be inserted and shall read as follows:

Generating Resources means those generating assets owned and operated by Seller from which Seller provides capacity and energy to Buyer under the terms and conditions of this Agreement. Notwithstanding the foregoing, Generating Resources shall not include any generating assets owned and operated by Electric Energy, Inc.

B. The definition for “Seller Federal and State Income Taxes” set forth in the Agreement shall be deleted in its entirety.

II. Attachment A – Capacity Payment:

The Capacity Payment formula set forth in the Agreement shall be deleted in its entirety and in lieu thereof a new Capacity Payment formula shall be inserted and shall read as follows:

The Capacity Payment for a given Month shall be calculated as follows:

$$\text{Capacity Payment} = \text{OM} + \text{AG} + \text{D} + \text{OT} + \text{I} + \text{H}$$

Where:

OM = Operations and Maintenance Expenses – those Generating Resource Expenses chargeable to Accounts 500 through 555 (excluding Accounts 501, 509, 547, and 555) as defined in the Uniform System of Accounts.

AG = Administrative and General Expenses – those Generating Resource Expenses chargeable to Accounts 920 through 935 as defined in the Uniform System of Accounts.

D = Depreciation – those Generating Resource Expenses properly chargeable to Accounts 403, 404, 405 and 406 as defined in the Uniform System of Accounts.

OT = Other Taxes – those amounts which are not based upon income applicable to Generating Resources and chargeable to Account 408 as defined in the Uniform System of Accounts.

I = Seller Interest Expense – those Generating Resource Expenses chargeable to Accounts 427 through 432 as defined in the Uniform System of Accounts.

H = EEI Hedges – the net result of Hedging Strategy of EEInc generation not realized directly by EEInc.

III. Full Force and Effect

Except as amended or modified in this First Amendment, the Agreement shall continue in full force and effect according to its original terms.

IV. Definitions

Terms found in this First Amendment and not defined herein shall have the same meaning as such terms are given in the Agreement.

IN WITNESS WHEREOF, the Parties hereto have caused this First Amendment to be executed in duplicate by their respective duly authorized officers, effective as of the date first written above.

AMEREN ENERGY MARKETING COMPANY

By: /s/ Andrew M. Serri

Name: Andrew M. Serri

Title: President & Chief Executive Officer

AMEREN ENERGY GENERATING COMPANY

By: /s/ Charles D. Naslund

Name: Charles D. Naslund

Title: Chairman & President

**AMENDMENT TO THE
AMEREN CORPORATION DEFERRED COMPENSATION PLAN
FOR MEMBERS OF THE BOARD OF DIRECTORS**

WHEREAS, Ameren Corporation (“Ameren”) amended and restated the Ameren Corporation Deferred Compensation Plan for Members of the Board of Directors (“Plan”) effective January 1, 2009;

WHEREAS, Ameren reserved the right to amend the Plan; and

WHEREAS, effective January 1, 2010, Ameren desires to amend the Plan to change the interest crediting rates for deferrals attributable to a Participant’s Director’s Retainer Fee and/or Meeting Stipend made with respect to Plan Years commencing on and after January 1, 2010;

NOW, THEREFORE, effective January 1, 2010, Section 7.A.1. of the Plan is amended by restating the second and third paragraphs thereunder as follows:

For this purpose, Earnings rates are calculated annually as of the first day of the Plan Year. The “Plan Interest Rate” for any Plan Year commencing before January 1, 2010 shall be 150 percent of the average Mergent’s Seasoned AAA Corporate Bond Yield Index (“Mergent’s Index” formerly called “Moody’s Index”) for the previous calendar year. The “Plan Interest Rate” for any Plan Year commencing on and after January 1, 2010 shall be 120 percent of the applicable federal long-term rate, with annual compounding (as prescribed under section 1274(d) of the Internal Revenue Code) (“AFR”) for the December immediately preceding such Plan Year.

The “Base Interest Rate” for any Plan Year commencing before January 1, 2010 shall be equal to the average Mergent’s Index for the previous calendar year. The “Base Interest Rate” for any Plan Year commencing on and after January 1, 2010 shall be equal to 120 percent of the AFR for the December immediately preceding such Plan Year.

Except as amended by this Amendment, all of the provisions of the Plan shall remain in full force and effect.

Capitalized terms used in this Amendment and not otherwise defined herein shall have the meanings assigned to such terms in the Plan.

I N W ITNESS W HEREOF , the foregoing Amendment is adopted on the 12th day of October, 2009.

AMEREN SERVICES COMPANY
On behalf of AMEREN CORPORATION

By: /s/ Mark C. Lindgren

Name: Mark C. Lindgren

Title: Vice President, Corporate HR

2010 BASE SALARY TABLE FOR NAMED EXECUTIVE OFFICERS

The 2010 annual base salaries of the following Named Executive Officers of Ameren Corporation (Ameren), Union Electric Company (UE), Central Illinois Public Service Company (CIPS), Ameren Energy Generating Company (Genco), Central Illinois Light Company (CILCO) and Illinois Power Company (IP) (which officers were determined to the extent applicable by reference to the Ameren Proxy Statement and the UE, CIPS and CILCO Information Statements, each dated March 11, 2009, for the 2009 annual meetings of shareholders and by reference to the definition of "Named Executive Officer" in Item 402(a)(3) of SEC Regulation S-K) are as follows:

<u>Name and Position</u>	<u>2010 Base Salary</u>
Thomas R. Voss President and Chief Executive Officer – Ameren	\$ 750,000
Gary L. Rainwater Executive Chairman – Ameren	\$ 450,000
Warner L. Baxter Chairman, President and Chief Executive Officer – UE	\$ 575,000
Martin J. Lyons, Jr. Senior Vice President and Chief Financial Officer – Ameren, UE, CIPS, Genco, CILCO and IP	\$ 390,000
Steven R. Sullivan Senior Vice President, General Counsel and Secretary – Ameren, UE, CIPS, Genco, CILCO and IP	\$ 415,000
Charles D. Naslund Chairman and President – Genco	\$ 425,000
Daniel F. Cole Senior Vice President – UE, CIPS, Genco, CILCO and IP	\$ 380,000
Scott A. Cisel Chairman, President and Chief Executive Officer – CIPS, CILCO and IP	\$ 387,000
Jerre E. Birdsong Vice President and Treasurer – Ameren, UE, CIPS, Genco, CILCO and IP	\$ 297,200



SCHEDULE I
CHANGE OF CONTROL
SEVERANCE PLAN PARTICIPANTS

Benefit Level - 3

Baxter, Warner L.	Moehn, Michael
Cisel, Scott A.	Naslund, Charles D.
Cole, Daniel F.	Nelson, Gregory L.
Heflin, Adam C.	Rainwater, Gary L.
Lyons, Martin J.	Sullivan, Steven R.
Mark, Richard J.	Voss, Thomas R.

Benefit Level - 2

Barnes, Lynn M.	Mueller, Michael G.
Birdsong, Jerre E.	Neff, Robert K.
Birk, Mark C.	Nelson, Craig D.
Borkowski, Maureen A.	Ogden, Stan E.
Brawley, Mark	Pate, Ron D.
DeGraw, Kevin	Power, Joseph M.
Diya, Fadi M.	Reasoner, Cleveland O.*
Foss, Karen C.	Schepers, David J.
Glaeser, Scott A.	Schukar, Shawn E.
Heger, Mary P.*	Serri, Andrew M.
Iselin, Christopher A.	Sobule, James A.
Kidwell, Stephen M.	Steinke, Bruce A.
Lindgren, Mark C.	Wakeman, David N.*
Menne, Michael L.	Weisenborn, Dennis W.
Mosier, Don M.	Wiseman, D. Scott*

* Not eligible for excise tax gross-up provisions

Ameren Corporation
Computation of Ratio of Earnings to Fixed Charges
(Thousands of Dollars, Except Ratios)

	Year Ended December 31,				
	2005	2006	2007	2008	2009
Net income from continuing operations attributable to Ameren Corporation	\$ 605,725	\$ 546,738	\$ 617,804	\$ 605,189	\$ 612,313
Less- Change in accounting standard	(22,135)	—	—	—	—
Less- Net income attributable to noncontrolling interests	(3,231)	(27,135)	(27,266)	(28,422)	(2,007)
Add- Taxes based on income	356,016	283,825	330,141	326,736	332,128
Net income before income taxes, change in accounting standard, and noncontrolling interests	987,107	857,698	975,211	960,347	946,448
Add- fixed charges:					
Interest on short-term and long-term debt	297,822	345,410	421,406 ⁽¹⁾	440,507 ⁽¹⁾	518,149 ⁽¹⁾
Estimated interest cost within rental expense	4,208	4,081	5,020	6,510	8,341
Amortization of net debt premium, discount, and expenses	14,687	15,341	18,638	19,716	16,183
Subsidiary preferred stock dividends	12,745	10,936	10,871	10,357	9,874
Adjust preferred stock dividends to pretax basis	7,227	5,565	5,709	5,497	5,271
Total fixed charges	336,689	381,333	461,644	482,587	557,818
Less: Adjustment of preferred stock dividends to pretax basis	7,227	5,565	5,709	5,497	5,271
Earnings available for fixed charges	<u>\$1,316,569</u>	<u>\$1,233,466</u>	<u>\$1,431,146</u>	<u>\$1,437,437</u>	<u>\$1,498,995</u>
Ratio of earnings to fixed charges	<u>3.91</u>	<u>3.23</u>	<u>3.10</u>	<u>2.97</u>	<u>2.68</u>

⁽¹⁾ Includes FIN 48 interest expense

Union Electric Company
Computation of Ratio of Earnings to Fixed Charges and Combined
Fixed Charges and Preferred Stock Dividend Requirements
 (Thousands of Dollars, Except Ratios)

	Year Ended December 31,				
	2005	2006	2007	2008	2009
Net income from continuing operations	\$351,770	\$348,806	\$ 341,966	\$250,998	\$265,020
Less- Income from equity investee	6,463	54,285	54,545	10,948	—
Add- Taxes based on income	193,156	183,867	139,782	133,514	127,982
Net income before income taxes and income from equity investee	538,463	478,388	427,203	373,564	393,002
Add- fixed charges:					
Interest on short-term and long-term debt	120,899	176,088	203,456 ⁽¹⁾	205,314 ⁽¹⁾	245,272 ⁽¹⁾
Estimated interest cost within rental expense	2,528	2,754	2,540	3,533	3,542
Amortization of net debt premium, discount, and expenses	5,278	5,468	5,634	6,226	6,686
Total fixed charges	128,705	184,310	211,630	215,073	255,500
Earnings available for fixed charges	667,168	662,698	638,833	588,637	648,502
Ratio of earnings to fixed charges	5.18	3.59	3.01	2.73	2.53
Earnings required for combined fixed charges and preferred stock dividends:					
Preferred stock dividends	5,941	5,941	5,941	5,941	5,941
Adjustment to pretax basis	2,896	3,244	2,429	3,160	2,869
	8,837	9,185	8,370	9,101	8,810
Combined fixed charges and preferred stock dividend requirements	\$137,542	\$193,495	\$ 220,000	\$224,174	\$264,310
Ratio of earnings to combined fixed charges and preferred stock dividend requirements	4.85	3.42	2.90	2.62	2.45

⁽¹⁾ Includes FIN 48 interest expense

Central Illinois Public Service Company
Computation of Ratio of Earnings to Fixed Charges and Combined
Fixed Charges and Preferred Stock Dividend Requirements
 (Thousands of Dollars, Except Ratios)

	Year Ended December 31,				
	2005	2006	2007	2008	2009
Net income from continuing operations	\$42,998	\$37,372	\$ 16,535	\$14,739	\$28,897
Add- Taxes based on income	24,596	15,539	9,322	5,199	16,265
Net income before income taxes	67,594	52,911	25,857	19,938	45,162
Add- fixed charges:					
Interest on short-term and long-term debt	28,969	29,932	36,670 ⁽¹⁾	29,422 ⁽¹⁾	28,315 ⁽¹⁾
Estimated interest cost within rental expense	—	726	899	760	1,216
Amortization of net debt premium, discount, and expenses	953	1,025	1,105	1,024	881
Total fixed charges	29,922	31,683	38,674	31,206	30,412
Earnings available for fixed charges	97,516	84,594	64,531	51,144	75,574
Ratio of earnings to fixed charges	3.25	2.67	1.66	1.63	2.48
Earnings required for combined fixed charges and preferred stock dividends:					
Preferred stock dividends	2,512	2,512	2,512	2,512	2,512
Adjustment to pretax basis	1,437	1,045	1,416	886	1,414
	3,949	3,557	3,928	3,398	3,926
Combined fixed charges and preferred stock dividend requirements	\$33,871	\$35,240	\$ 42,602	\$34,604	\$34,338
Ratio of earnings to combined fixed charges and preferred stock dividend requirements	2.87	2.40	1.51	1.47	2.20

⁽¹⁾ Includes FIN 48 interest expense

Ameren Energy Generating Company
Computation of Ratio of Earnings to Fixed Charges
(Thousands of Dollars, Except Ratios)

	Year Ended December 31,				
	2005	2006	2007	2008	2009
Net income from continuing operations	\$ 96,732	\$ 48,929	\$124,894	\$175,450	\$154,912
Less- Change in accounting standard	(15,600)	—	—	—	—
Add- Taxes based on income	72,433	21,955	77,799	100,005	96,462
Net income before income taxes and change in accounting standard	184,765	70,884	202,693	275,455	251,374
Add- fixed charges:					
Interest on short-term and long-term debt	71,720	59,070	54,783 ⁽¹⁾	54,153 ⁽¹⁾	57,612 ⁽¹⁾
Estimated interest cost within rental expense	—	107	164	228	304
Amortization of net debt premium, discount, and expenses	1,345	586	586	760	866
Total fixed charges	73,065	59,763	55,533	55,141	58,782
Earnings available for fixed charges	\$257,830	\$130,647	\$258,226	\$330,596	\$310,156
Ratio of earnings to fixed charges	3.52	2.18	4.64	5.99	5.27

⁽¹⁾ Includes FIN 48 interest expense

Central Illinois Light Company
Computation of Ratio of Earnings to Fixed Charges and Combined
Fixed Charges and Preferred Stock Dividend Requirements
(Thousands of Dollars, Except Ratios)

	Year Ended December 31,				
	2005	2006	2007	2008	2009
Net income from continuing operations	\$25,296	\$47,012	\$ 75,984	\$ 69,638	\$135,102
Less- Change in accounting standard	(2,497)	—	—	—	—
Add- Taxes based on income	16,357	9,966	39,195	38,673	71,980
Net income before income taxes and change in accounting standard	44,150	56,978	115,179	108,311	207,082
Add- fixed charges:					
Interest on short-term and long-term debt	13,918	18,044	26,071 ⁽¹⁾	19,724 ⁽¹⁾	39,981 ⁽¹⁾
Estimated interest cost within rental expense	390	289	343	429	966
Amortization of net debt premium, discount, and expenses	473	705	1,065	1,112	1,227
Total fixed charges	14,781	19,038	27,479	21,265	42,174
Earnings available for fixed charges	58,931	76,016	142,658	129,576	249,256
Ratio of earnings to fixed charges	3.98	3.99	5.19	6.09	5.91
Earnings required for combined fixed charges and preferred stock dividends:					
Preferred stock dividends	1,998	1,933	1,869	1,354	872
Adjustment to pretax basis	1,293	410	977	752	464
	3,291	2,343	2,846	2,106	1,336
Combined fixed charges and preferred stock dividend requirements	\$18,072	\$21,381	\$ 30,325	\$ 23,371	\$ 43,510
Ratio of earnings to combined fixed charges and preferred stock dividend requirements	3.26	3.55	4.70	5.54	5.72

⁽¹⁾ Includes FIN 48 interest expense

Illinois Power Company
Computation of Ratio of Earnings to Fixed Charges and Combined
Fixed Charges and Preferred Stock Dividend Requirements
(Thousands of Dollars, Except Ratios)

	Year Ended December 31,				
	2005	2006	2007	2008	2009
Net income from continuing operations	\$ 97,039	\$ 56,659	\$ 25,780	\$ 4,970	\$ 79,520
Add- Taxes based on income	65,171	37,246	15,341	4,746	53,070
Net income before income taxes	162,210	93,905	41,121	9,716	132,590
Add- fixed charges:					
Interest on short-term and long-term debt	41,028	46,167	69,085 ⁽¹⁾	91,143 ⁽¹⁾	95,535 ⁽¹⁾
Estimated interest cost within rental expense	1,290	205	234	701	1,615
Amortization of net debt premium, discount, and expenses	2,315	3,537	8,454	8,922	4,209
Total fixed charges	44,633	49,909	77,773	100,766	101,359
Earnings available for fixed charges	206,843	143,814	118,894	110,482	233,949
Ratio of earnings to fixed charges	4.63	2.88	1.52	1.09	2.30
Earnings required for combined fixed charges and preferred stock dividends:					
Preferred stock dividends	2,294	2,294	2,294	2,294	2,294
Adjustment to pretax basis	1,542	1,508	1,365	2,191	1,531
	3,836	3,802	3,659	4,485	3,825
Combined fixed charges and preferred stock dividend requirements	\$ 48,469	\$ 53,711	\$ 81,432	\$105,251	\$105,184
Ratio of earnings to combined fixed charges and preferred stock dividend requirements	4.26	2.67	1.46	1.04	2.22

⁽¹⁾ Includes FIN 48 interest expense

**SUBSIDIARIES OF AMEREN CORPORATION
 AT DECEMBER 31, 2009**

<u>Name</u>	<u>State or Jurisdiction of Organization</u>
Ameren Corporation	Missouri
Ameren Development Company	Missouri
Missouri Central Railroad Company	Delaware
CIPSCO Leasing Company	Illinois
Gateway Energy Systems, L.C. (89.1% interest)	Missouri
Gateway Energy WGK Project, L.L.C.	Illinois
Ameren Energy Resources Company, LLC	Delaware
Ameren Energy Generating Company	Illinois
Coffeen and Western Railroad Company	Illinois
Ameren Energy Marketing Company	Illinois
Illinois Materials Supply Co.	Illinois
Electric Energy, Inc. (80% interest)	Illinois
Midwest Electric Power Inc.	Illinois
Joppa and Eastern Railroad Company	Illinois
Met South, Inc.	Illinois
Massac Enterprises LLC	Illinois
AmerenEnergy Medina Valley Cogen, L.L.C.	Illinois
Ameren Energy Fuels and Services Company	Illinois
Ameren Illinois Transmission Company	Illinois
Ameren Services Company	Missouri
Central Illinois Public Service Company, d/b/a AmerenCIPS	Illinois
CILCORP Inc.	Illinois
Central Illinois Light Company, d/b/a AmerenCILCO	Illinois
AmerenEnergy Resources Generating Company	Illinois
CLC Aircraft Leasing Company, LLC	Delaware
QST Enterprises Inc.	Illinois
ESE Land Corporation	Illinois
Energy Risk Assurance Company	Vermont
Missouri Energy Risk Assurance Company LLC	Missouri
Illinois Power Company, d/b/a AmerenIP	Illinois
Union Electric Company, d/b/a AmerenUE	Missouri
Fuelco LLC (33.33% interest)	Delaware

Subsidiaries not included on this list, considered in the aggregate as a single subsidiary, would not constitute a significant subsidiary as of December 31, 2009.

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We hereby consent to the incorporation by reference in the Registration Statements on Form S-3 (333-155416, 333-155416-04, and 333-155416-05) and the Registration Statements on Form S-8 (Nos. 333-50793, 333-133998, 333-136971, and 333-157655) of Ameren Corporation of our report dated February 26, 2010 relating to the financial statements, financial statement schedule and the effectiveness of internal control over financial reporting, which appears in this Form 10-K.

PricewaterhouseCoopers LLP
St. Louis, Missouri
February 26, 2010

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We hereby consent to the incorporation by reference in the Registration Statements on Form S-3 (Nos. 333-151432 and 333-151432-01) of Union Electric Company of our report dated February 26, 2010 relating to the financial statements and financial statement schedule, which appears in this Form 10-K.

PricewaterhouseCoopers LLP
St. Louis, Missouri
February 26, 2010

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We hereby consent to the incorporation by reference in the Registration Statement on Form S-3 (No. 333-155416-03) of Central Illinois Public Service Company of our report dated February 26, 2010 relating to the financial statements and financial statement schedule, which appears in this Form 10-K.

PricewaterhouseCoopers LLP
St. Louis, Missouri
February 26, 2010

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We hereby consent to the incorporation by reference in the Registration Statement on Form S-3 (No. 333-155416-02) and the Registration Statement on Form S-4 (No. 333-151014) of Ameren Energy Generating Company of our report dated February 26, 2010 relating to the financial statements, which appears in this Form 10-K.

PricewaterhouseCoopers LLP
St. Louis, Missouri
February 26, 2010

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We hereby consent to the incorporation by reference in the Registration Statement on Form S-3 (No. 333-155416-01) of Central Illinois Light Company of our report dated February 26, 2010 relating to the financial statements and financial statement schedule, which appears in this Form 10-K.

PricewaterhouseCoopers LLP
St. Louis, Missouri
February 26, 2010

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We hereby consent to the incorporation by reference in the Registration Statement on Form S-3 (No. 333-155416-06) and the Registration Statement on Form S-4 (No. 333-156606) of Illinois Power Company of our report dated February 26, 2010 relating to the financial statements and financial statement schedule, which appears in this Form 10-K.

PricewaterhouseCoopers LLP
St. Louis, Missouri
February 26, 2010

POWER OF ATTORNEY

WHEREAS, AMEREN CORPORATION, a Missouri corporation (herein referred to as the "Company"), is required to file with the Securities and Exchange Commission, under the provisions of the Securities Exchange Act of 1934, as amended, its annual report on Form 10-K for the year ended December 31, 2009; and

WHEREAS, each of the below undersigned is a director of the Company.

NOW, THEREFORE, each of the undersigned hereby constitutes and appoints Thomas R. Voss and/or Steven R. Sullivan and/or Martin J. Lyons and/or Jerre E. Birdsong the true and lawful attorneys-in-fact of the undersigned, for and in the name, place and stead of the undersigned, to affix the name of the undersigned to said Form 10-K and any amendments thereto, and, for the performance of the same acts, each with power to appoint in their place and stead and as their substitute, one or more attorneys-in-fact for the undersigned, with full power of revocation; hereby ratifying and confirming all that said attorneys-in-fact may do by virtue hereof.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands this 12th day of February 2010:

Stephen F. Brauer, Director	<u>/s/ Stephen F. Brauer</u>
Susan S. Elliott, Director	<u>/s/ Susan S. Elliott</u>
Ellen M. Fitzsimmons, Director	<u>/s/ Ellen M. Fitzsimmons</u>
Walter J. Galvin, Director	<u>/s/ Walter J. Galvin</u>
Gayle P. W. Jackson, Director	<u>/s/ Gayle P. W. Jackson</u>
James C. Johnson, Director	<u>/s/ James C. Johnson</u>
Charles W. Mueller, Director	<u>/s/ Charles W. Mueller</u>
Douglas R. Oberhelman, Director	<u>/s/ Douglas R. Oberhelman</u>
Gary L. Rainwater, Director	<u>/s/ Gary L. Rainwater</u>
Harvey Saligman, Director	<u>/s/ Harvey Saligman</u>
Patrick T. Stokes, Director	<u>/s/ Patrick T. Stokes</u>
Stephen R. Wilson, Director	<u>/s/ Stephen R. Wilson</u>
Jack D. Woodard, Director	<u>/s/ Jack D. Woodard</u>

STATE OF MISSOURI)
) SS.
CITY OF ST. LOUIS)

On this 12th day of February, 2010, before me, the undersigned Notary Public in and for said State, personally appeared the above-named directors of Ameren Corporation, known to me to be the persons described in and who executed the foregoing power of attorney and acknowledged to me that they executed the same as their free act and deed for the purposes therein stated.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal.

/s/ Sue E. Whitman
SUE E. WHITMAN
Notary Public – Notary Seal
STATE OF MISSOURI – ST. LOUIS COUNTY
Commission #09777931
My Commission Expires 4/28/2013

POWER OF ATTORNEY

WHEREAS, UNION ELECTRIC COMPANY, a Missouri corporation (herein referred to as the "Company"), is required to file with the Securities and Exchange Commission, under the provisions of the Securities Exchange Act of 1934, as amended, its annual report on Form 10-K for the year ended December 31, 2009; and

WHEREAS, each of the below undersigned is a director of the Company.

NOW, THEREFORE, each of the undersigned hereby constitutes and appoints Warner L. Baxter and/or Steven R. Sullivan and/or Martin J. Lyons and/or Jerre E. Birdsong the true and lawful attorneys-in-fact of the undersigned, for and in the name, place and stead of the undersigned, to affix the name of the undersigned to said Form 10-K and any amendments thereto, and, for the performance of the same acts, each with power to appoint in their place and stead and as their substitute, one or more attorneys-in-fact for the undersigned, with full power of revocation; hereby ratifying and confirming all that said attorneys-in-fact may do by virtue hereof.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands this 12th day of February 2010:

Daniel F. Cole, Director

/s/ Daniel F. Cole

Adam C. Heflin, Director

/s/ Adam C. Heflin

Richard J. Mark, Director

/s/ Richard J. Mark

Steven R. Sullivan, Director

/s/ Steven R. Sullivan

STATE OF MISSOURI)
) SS.
CITY OF ST. LOUIS)

On this 12th day of February, 2010, before me, the undersigned Notary Public in and for said State, personally appeared the above-named directors of Union Electric Company, known to me to be the persons described in and who executed the foregoing power of attorney and acknowledged to me that they executed the same as their free act and deed for the purposes therein stated.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal.

/s/ Sue E. Whitman

SUE E. WHITMAN

Notary Public – Notary Seal
STATE OF MISSOURI – ST. LOUIS COUNTY
Commission #09777931
My Commission Expires 4/28/2013

POWER OF ATTORNEY

WHEREAS, CENTRAL ILLINOIS PUBLIC SERVICE COMPANY, an Illinois corporation (herein referred to as the "Company"), is required to file with the Securities and Exchange Commission, under the provisions of the Securities Exchange Act of 1934, as amended, its annual report on Form 10-K for the year ended December 31, 2009; and

WHEREAS, each of the below undersigned is a director of the Company.

NOW, THEREFORE, each of the undersigned hereby constitutes and appoints Scott A. Cisel and/or Steven R. Sullivan and/or Martin J. Lyons and/or Jerre E. Birdsong the true and lawful attorneys-in-fact of the undersigned, for and in the name, place and stead of the undersigned, to affix the name of the undersigned to said Form 10-K and any amendments thereto, and, for the performance of the same acts, each with power to appoint in their place and stead and as their substitute, one or more attorneys-in-fact for the undersigned, with full power of revocation; hereby ratifying and confirming all that said attorneys-in-fact may do by virtue hereof.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands this 12th day of February 2010:

Daniel F. Cole, Director

/s/ Daniel F. Cole

Steven R. Sullivan, Director

/s/ Steven R. Sullivan

STATE OF MISSOURI)
) SS.
CITY OF ST. LOUIS)

On this 12th day of February, 2010, before me, the undersigned Notary Public in and for said State, personally appeared the above-named directors of Central Illinois Public Service Company, known to me to be the persons described in and who executed the foregoing power of attorney and acknowledged to me that they executed the same as their free act and deed for the purposes therein stated.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal.

/s/ Sue E. Whitman
SUE E. WHITMAN
Notary Public – Notary Seal
STATE OF MISSOURI – ST. LOUIS COUNTY
Commission #09777931
My Commission Expires 4/28/2013

POWER OF ATTORNEY

WHEREAS, AMEREN ENERGY GENERATING COMPANY, an Illinois corporation (herein referred to as the "Company"), is required to file with the Securities and Exchange Commission, under the provisions of the Securities Exchange Act of 1934, as amended, its annual report on Form 10-K for the year ended December 31, 2009; and

WHEREAS, each of the below undersigned is a director of the Company.

NOW, THEREFORE, each of the undersigned hereby constitutes and appoints Charles D. Naslund and/or Steven R. Sullivan and/or Martin J. Lyons and/or Jerre E. Birdsong the true and lawful attorneys-in-fact of the undersigned, for and in the name, place and stead of the undersigned, to affix the name of the undersigned to said Form 10-K and any amendments thereto, and, for the performance of the same acts, each with power to appoint in their place and stead and as their substitute, one or more attorneys-in-fact for the undersigned, with full power of revocation; hereby ratifying and confirming all that said attorneys-in-fact may do by virtue hereof.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands this 12th day of February 2010:

Daniel F. Cole, Director

/s/ Daniel F. Cole

Steven R. Sullivan, Director

/s/ Steven R. Sullivan

STATE OF MISSOURI)
) SS.
CITY OF ST. LOUIS)

On this 12th day of February, 2010, before me, the undersigned Notary Public in and for said State, personally appeared the above-named directors of Ameren Energy Generating Company, known to me to be the persons described in and who executed the foregoing power of attorney and acknowledged to me that they executed the same as their free act and deed for the purposes therein stated.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal.

/s/ Sue E. Whitman
SUE E. WHITMAN
Notary Public – Notary Seal
STATE OF MISSOURI – ST. LOUIS COUNTY
Commission #09777931
My Commission Expires 4/28/2013

POWER OF ATTORNEY

WHEREAS, CENTRAL ILLINOIS LIGHT COMPANY, an Illinois corporation (herein referred to as the "Company"), is required to file with the Securities and Exchange Commission, under the provisions of the Securities Exchange Act of 1934, as amended, its annual report on Form 10-K for the year ended December 31, 2009; and

WHEREAS, each of the below undersigned is a director of the Company.

NOW, THEREFORE, each of the undersigned hereby constitutes and appoints Scott A. Cisel and/or Steven R. Sullivan and/or Martin J. Lyons and/or Jerre E. Birdsong the true and lawful attorneys-in-fact of the undersigned, for and in the name, place and stead of the undersigned, to affix the name of the undersigned to said Form 10-K and any amendments thereto, and, for the performance of the same acts, each with power to appoint in their place and stead and as their substitute, one or more attorneys-in-fact for the undersigned, with full power of revocation; hereby ratifying and confirming all that said attorneys-in-fact may do by virtue hereof.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands this 12th day of February 2010:

Daniel F. Cole, Director

/s/ Daniel F. Cole

Steven R. Sullivan, Director

/s/ Steven R. Sullivan

STATE OF MISSOURI)
) SS.
CITY OF ST. LOUIS)

On this 12th day of February, 2010, before me, the undersigned Notary Public in and for said State, personally appeared the above-named directors of Central Illinois Light Company, known to me to be the persons described in and who executed the foregoing power of attorney and acknowledged to me that they executed the same as their free act and deed for the purposes therein stated.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal.

/s/ Sue E. Whitman
SUE E. WHITMAN
Notary Public – Notary Seal
STATE OF MISSOURI – ST. LOUIS COUNTY
Commission #09777931
My Commission Expires 4/28/2013

POWER OF ATTORNEY

WHEREAS, ILLINOIS POWER COMPANY, an Illinois corporation (herein referred to as the "Company"), is required to file with the Securities and Exchange Commission, under the provisions of the Securities Exchange Act of 1934, as amended, its annual report on Form 10-K for the year ended December 31, 2009; and

WHEREAS, each of the below undersigned is a director of the Company.

NOW, THEREFORE, each of the undersigned hereby constitutes and appoints Scott A. Cisel and/or Steven R. Sullivan and/or Martin J. Lyons and/or Jerre E. Birdsong the true and lawful attorneys-in-fact of the undersigned, for and in the name, place and stead of the undersigned, to affix the name of the undersigned to said Form 10-K and any amendments thereto, and, for the performance of the same acts, each with power to appoint in their place and stead and as their substitute, one or more attorneys-in-fact for the undersigned, with full power of revocation; hereby ratifying and confirming all that said attorneys-in-fact may do by virtue hereof.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands this 12th day of February 2010:

Daniel F. Cole, Director

/s/ Daniel F. Cole

Steven R. Sullivan, Director

/s/ Steven R. Sullivan

STATE OF MISSOURI)
) SS.
CITY OF ST. LOUIS)

On this 12th day of February, 2010, before me, the undersigned Notary Public in and for said State, personally appeared the above-named directors of Illinois Power Company, known to me to be the persons described in and who executed the foregoing power of attorney and acknowledged to me that they executed the same as their free act and deed for the purposes therein stated.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal.

/s/ Sue E. Whitman
SUE E. WHITMAN
Notary Public – Notary Seal
STATE OF MISSOURI – ST. LOUIS COUNTY
Commission #09777931
My Commission Expires 4/28/2013

RULE 13a-14(a)/15d-14(a) CERTIFICATION
OF PRINCIPAL EXECUTIVE OFFICER OF AMEREN CORPORATION
(required by Section 302 of the Sarbanes-Oxley Act of 2002)

I, Thomas R. Voss, certify that:

1. I have reviewed this report on Form 10-K for the fiscal year ended December 31, 2009 of Ameren Corporation;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 26, 2010

/s/ Thomas R. Voss

Thomas R. Voss
President and Chief Executive Officer
(Principal Executive Officer)

RULE 13a-14(a)/15d-14(a) CERTIFICATION
OF PRINCIPAL FINANCIAL OFFICER OF AMEREN CORPORATION
(required by Section 302 of the Sarbanes-Oxley Act of 2002)

I, Martin J. Lyons, Jr., certify that:

1. I have reviewed this report on Form 10-K for the fiscal year ended December 31, 2009 of Ameren Corporation;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 26, 2010

/s/ Martin J. Lyons, Jr.

Martin J. Lyons, Jr.
Senior Vice President and
Chief Financial Officer
(Principal Financial Officer)

RULE 13a-14(a)/15d-14(a) CERTIFICATION
OF PRINCIPAL EXECUTIVE OFFICER OF UNION ELECTRIC COMPANY
(required by Section 302 of the Sarbanes-Oxley Act of 2002)

I, Warner L. Baxter, certify that:

1. I have reviewed this report on Form 10-K for the fiscal year ended December 31, 2009 of Union Electric Company;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 26, 2010

/s/ Warner L. Baxter

Warner L. Baxter

Chairman, President and Chief Executive Officer
(Principal Executive Officer)

RULE 13a-14(a)/15d-14(a) CERTIFICATION
OF PRINCIPAL FINANCIAL OFFICER OF UNION ELECTRIC COMPANY
(required by Section 302 of the Sarbanes-Oxley Act of 2002)

I, Martin J. Lyons, Jr., certify that:

1. I have reviewed this report on Form 10-K for the fiscal year ended December 31, 2009 of Union Electric Company;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 26, 2010

/s/ Martin J. Lyons, Jr.

Martin J. Lyons, Jr.
Senior Vice President and
Chief Financial Officer
(Principal Financial Officer)

RULE 13a-14(a)/15d-14(a) CERTIFICATION
OF PRINCIPAL EXECUTIVE OFFICER OF CENTRAL ILLINOIS PUBLIC SERVICE COMPANY
(required by Section 302 of the Sarbanes-Oxley Act of 2002)

I, Scott A. Cisel, certify that:

1. I have reviewed this report on Form 10-K for the fiscal year ended December 31, 2009 of Central Illinois Public Service Company;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 26, 2010

/s/ Scott A. Cisel

Scott A. Cisel
Chairman, President and Chief Executive Officer
(Principal Executive Officer)

RULE 13a-14(a)/15d-14(a) CERTIFICATION
OF PRINCIPAL FINANCIAL OFFICER OF CENTRAL ILLINOIS PUBLIC SERVICE COMPANY
(required by Section 302 of the Sarbanes-Oxley Act of 2002)

I, Martin J. Lyons, Jr., certify that:

1. I have reviewed this report on Form 10-K for the fiscal year ended December 31, 2009 of Central Illinois Public Service Company;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 26, 2010

/s/ Martin J. Lyons, Jr.
Martin J. Lyons, Jr.
Senior Vice President and
Chief Financial Officer
(Principal Financial Officer)

RULE 13a-14(a)/15d-14(a) CERTIFICATION
OF PRINCIPAL EXECUTIVE OFFICER OF
AMEREN ENERGY GENERATING COMPANY
(required by Section 302 of the Sarbanes-Oxley Act of 2002)

I, Charles D. Naslund, certify that:

1. I have reviewed this report on Form 10-K for the fiscal year ended December 31, 2009 of Ameren Energy Generating Company;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 26, 2010

/s/ Charles D. Naslund

Charles D. Naslund
Chairman and President
(Principal Executive Officer)

RULE 13a-14(a)/15d-14(a) CERTIFICATION
OF PRINCIPAL FINANCIAL OFFICER OF AMEREN ENERGY GENERATING COMPANY
(required by Section 302 of the Sarbanes-Oxley Act of 2002)

I, Martin J. Lyons, Jr., certify that:

1. I have reviewed this report on Form 10-K for the fiscal year ended December 31, 2009 of Ameren Energy Generating Company;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 26, 2010

/s/ Martin J. Lyons, Jr.

Martin J. Lyons, Jr.
Senior Vice President and
Chief Financial Officer
(Principal Financial Officer)

RULE 13a-14(a)/15d-14(a) CERTIFICATION
OF PRINCIPAL EXECUTIVE OFFICER OF CENTRAL ILLINOIS LIGHT COMPANY
(required by Section 302 of the Sarbanes-Oxley Act of 2002)

I, Scott A. Cisel, certify that:

1. I have reviewed this report on Form 10-K for the fiscal year ended December 31, 2009 of Central Illinois Light Company;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 26, 2010

/s/ Scott A. Cisel

Scott A. Cisel
Chairman, President and Chief Executive Officer
(Principal Executive Officer)

RULE 13a-14(a)/15d-14(a) CERTIFICATION
OF PRINCIPAL FINANCIAL OFFICER OF CENTRAL ILLINOIS LIGHT COMPANY
(required by Section 302 of the Sarbanes-Oxley Act of 2002)

I, Martin J. Lyons, Jr., certify that:

1. I have reviewed this report on Form 10-K for the fiscal year ended December 31, 2009 of Central Illinois Light Company;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 26, 2010

/s/ Martin J. Lyons, Jr.
Martin J. Lyons, Jr.
Senior Vice President and
Chief Financial Officer
(Principal Financial Officer)

RULE 13a-14(a)/15d-14(a) CERTIFICATION
OF PRINCIPAL EXECUTIVE OFFICER OF ILLINOIS POWER COMPANY
(required by Section 302 of the Sarbanes-Oxley Act of 2002)

I, Scott A. Cisel, certify that:

1. I have reviewed this report on Form 10-K for the fiscal year ended December 31, 2009 of Illinois Power Company;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 26, 2010

/s/ Scott A. Cisel

Scott A. Cisel
Chairman, President and Chief Executive Officer
(Principal Executive Officer)

RULE 13a-14(a)/15d-14(a) CERTIFICATION
OF PRINCIPAL FINANCIAL OFFICER OF ILLINOIS POWER COMPANY
(required by Section 302 of the Sarbanes-Oxley Act of 2002)

I, Martin J. Lyons, Jr., certify that:

1. I have reviewed this report on Form 10-K for the fiscal year ended December 31, 2009 of Illinois Power Company;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 26, 2010

/s/ Martin J. Lyons, Jr.

Martin J. Lyons, Jr.
Senior Vice President and
Chief Financial Officer
(Principal Financial Officer)

SECTION 1350 CERTIFICATION OF
AMEREN CORPORATION
(required by Section 906 of the
Sarbanes-Oxley Act of 2002)

In connection with the report on Form 10-K for the fiscal year ended December 31, 2009 of Ameren Corporation (the "Registrant") as filed by the Registrant with the Securities and Exchange Commission on the date hereof (the "Form 10-K"), each undersigned officer of the Registrant does hereby certify, pursuant to 18 U.S.C. §1350, as adopted pursuant to §906 of the Sarbanes-Oxley Act of 2002, that:

- (1) The Form 10-K fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 (15 U.S.C. 78m or 78o(d)); and
- (2) The information contained in the Form 10-K fairly presents, in all material respects, the financial condition and results of operations of the Registrant.

Date: February 26, 2010

/s/ Thomas R. Voss

Thomas R. Voss
President and Chief Executive Officer
(Principal Executive Officer)

/s/ Martin J. Lyons, Jr.

Martin J. Lyons, Jr.
Senior Vice President and Chief Financial Officer
(Principal Financial Officer)

SECTION 1350 CERTIFICATION OF
UNION ELECTRIC COMPANY
(required by Section 906 of the
Sarbanes-Oxley Act of 2002)

In connection with the report on Form 10-K for the fiscal year ended December 31, 2009 of Union Electric Company (the "Registrant") as filed by the Registrant with the Securities and Exchange Commission on the date hereof (the "Form 10-K"), each undersigned officer of the Registrant does hereby certify, pursuant to 18 U.S.C. §1350, as adopted pursuant to §906 of the Sarbanes-Oxley Act of 2002, that:

- (1) The Form 10-K fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 (15 U.S.C. 78m or 78o(d)); and
- (2) The information contained in the Form 10-K fairly presents, in all material respects, the financial condition and results of operations of the Registrant.

Date: February 26, 2010

/s/ Warner L. Baxter
Warner L. Baxter
Chairman, President and Chief Executive Officer
(Principal Executive Officer)

/s/ Martin J. Lyons, Jr.
Martin J. Lyons, Jr.
Senior Vice President and Chief Financial Officer
(Principal Financial Officer)

SECTION 1350 CERTIFICATION OF
CENTRAL ILLINOIS PUBLIC SERVICE COMPANY
(required by Section 906 of the
Sarbanes-Oxley Act of 2002)

In connection with the report on Form 10-K for the fiscal year ended December 31, 2009 of Central Illinois Public Service Company (the "Registrant") as filed by the Registrant with the Securities and Exchange Commission on the date hereof (the "Form 10-K"), each undersigned officer of the Registrant does hereby certify, pursuant to 18 U.S.C. §1350, as adopted pursuant to §906 of the Sarbanes-Oxley Act of 2002, that:

- (1) The Form 10-K fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 (15 U.S.C. 78m or 78o(d)); and
- (2) The information contained in the Form 10-K fairly presents, in all material respects, the financial condition and results of operations of the Registrant.

Date: February 26, 2010

/s/ Scott A. Cisel
Scott A. Cisel
Chairman, President and Chief Executive Officer
(Principal Executive Officer)

/s/ Martin J. Lyons, Jr.
Martin J. Lyons, Jr.
Senior Vice President and Chief Financial Officer
(Principal Financial Officer)

SECTION 1350 CERTIFICATION OF
AMEREN ENERGY GENERATING COMPANY
(required by Section 906 of the
Sarbanes-Oxley Act of 2002)

In connection with the report on Form 10-K for the fiscal year ended December 31, 2009 of Ameren Energy Generating Company (the "Registrant") as filed by the Registrant with the Securities and Exchange Commission on the date hereof (the "Form 10-K"), each undersigned officer of the Registrant does hereby certify, pursuant to 18 U.S.C. §1350, as adopted pursuant to §906 of the Sarbanes-Oxley Act of 2002, that:

- (1) The Form 10-K fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 (15 U.S.C. 78m or 78o(d)); and
- (2) The information contained in the Form 10-K fairly presents, in all material respects, the financial condition and results of operations of the Registrant.

Date: February 26, 2010

/s/ Charles D. Naslund
Charles D. Naslund
Chairman and President
(Principal Executive Officer)

/s/ Martin J. Lyons, Jr.
Martin J. Lyons, Jr.
Senior Vice President and Chief Financial Officer
(Principal Financial Officer)

SECTION 1350 CERTIFICATION OF
CENTRAL ILLINOIS LIGHT COMPANY
(required by Section 906 of the
Sarbanes-Oxley Act of 2002)

In connection with the report on Form 10-K for the fiscal year ended December 31, 2009 of Central Illinois Light Company (the "Registrant") as filed by the Registrant with the Securities and Exchange Commission on the date hereof (the "Form 10-K"), each undersigned officer of the Registrant does hereby certify, pursuant to 18 U.S.C. §1350, as adopted pursuant to §906 of the Sarbanes-Oxley Act of 2002, that:

- (1) The Form 10-K fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 (15 U.S.C. 78m or 78o(d)); and
- (2) The information contained in the Form 10-K fairly presents, in all material respects, the financial condition and results of operations of the Registrant.

Date: February 26, 2010

/s/ Scott A. Cisel

Scott A. Cisel
Chairman, President and Chief Executive Officer
(Principal Executive Officer)

/s/ Martin J. Lyons, Jr.

Martin J. Lyons, Jr.
Senior Vice President and Chief Financial Officer
(Principal Financial Officer)

SECTION 1350 CERTIFICATION OF
ILLINOIS POWER COMPANY
(required by Section 906 of the
Sarbanes-Oxley Act of 2002)

In connection with the report on Form 10-K for the fiscal year ended December 31, 2009 of Illinois Power Company (the "Registrant") as filed by the Registrant with the Securities and Exchange Commission on the date hereof (the "Form 10-K"), each undersigned officer of the Registrant does hereby certify, pursuant to 18 U.S.C. §1350, as adopted pursuant to §906 of the Sarbanes-Oxley Act of 2002, that:

- (1) The Form 10-K fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 (15 U.S.C. 78m or 78o(d)); and
- (2) The information contained in the Form 10-K fairly presents, in all material respects, the financial condition and results of operations of the Registrant.

Date: February 26, 2010

/s/ Scott A. Cisel
Scott A. Cisel
Chairman, President and Chief Executive Officer
(Principal Executive Officer)

/s/ Martin J. Lyons, Jr.
Martin J. Lyons, Jr.
Senior Vice President and Chief Financial Officer
(Principal Financial Officer)

**FIRST AMENDMENT
TO THE
AMENDED AND RESTATED
POWER SUPPLY AGREEMENT
BETWEEN
AMEREN ENERGY MARKETING COMPANY
AND
AMERENENERGY RESOURCES GENERATING COMPANY**

This **First Amendment to the Amended and Restated Power Supply Agreement between Ameren Energy Marketing Company and AmerenEnergy Resources Generating Company** (“First Amendment”) is entered into this 1st day of January, 2010, by and between Ameren Energy Marketing Company (“Buyer”), a corporation organized and existing under the laws of the State of Illinois, and AmerenEnergy Resources Generating Company (“Seller”), a corporation organized and existing under the laws of the State of Illinois. Buyer and Seller shall hereinafter be referred to individually as a “Party” and collectively the “Parties.”

WITNESSETH:

WHEREAS, Buyer and Seller are parties to that Amended and Restated Power Supply Agreement between Ameren Energy Marketing Company and AmerenEnergy Resources Generating Company dated and effective as of March 28, 2008 (hereinafter “Agreement”); and

WHEREAS, Buyer and Seller wish to amend the Agreement by altering the Capacity Payment formula to eliminate the Seller Federal and State Income tax expense.

NOW, THEREFORE, in consideration of the mutual covenants and agreements stated herein, which each Party hereto acknowledges to be sufficient consideration, Buyer and Seller agree to amend the Agreement, as follows:

I. Attachment A – I. Definitions:

A. The definition for “Seller Federal and State Income Taxes” set forth in the Agreement shall be deleted in its entirety.

II. Attachment A – Capacity Payment:

The Capacity Payment formula set forth in the Agreement shall be deleted in its entirety and in lieu thereof a new Capacity Payment formula shall be inserted and shall read as follows:

The Capacity Payment for a given Month shall be calculated as follows:

$$\text{Capacity Payment} = \text{OM} + \text{AG} + \text{D} + \text{OT} + \text{I}$$

Where:

OM = Operations and Maintenance Expenses – those Generating Resource Expenses chargeable to Accounts 500 through 555 (excluding Accounts 501, 509, 547, and 555) as defined in the Uniform System of Accounts.

AG = Administrative and General Expenses – those Generating Resource Expenses chargeable to Accounts 920 through 935 as defined in the Uniform System of Accounts.

D = Depreciation – those Generating Resource Expenses properly chargeable to Accounts 403, 404, 405 and 406 as defined in the Uniform System of Accounts.

OT = Other Taxes – those amounts which are not based upon income applicable to Generating Resources and chargeable to Account 408 as defined in the Uniform System of Accounts.

I = Seller Interest Expense – those Generating Resource Expenses chargeable to Accounts 427 through 432 as defined in the Uniform System of Accounts.

III. Full Force and Effect

Except as amended or modified in this First Amendment, the Agreement shall continue in full force and effect according to its original terms.

IV. Definitions

Terms found in this First Amendment and not defined herein shall have the same meaning as such terms are given in the Agreement.

IN WITNESS WHEREOF, the Parties hereto have caused this First Amendment to be executed in duplicate by their respective duly authorized officers, effective as of the date first written above.

AMEREN ENERGY MARKETING COMPANY

By: /s/ Andrew M. Serri

Name: Andrew M. Serri

Title: President & Chief Executive Officer

AMERENENERGY RESOURCES GENERATING COMPANY

By: /s/ Charles D. Naslund

Name: Charles D. Naslund

Title: President



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St. Louis-based Ameren Corporation (AEE) is among the nation's largest investor-owned electric or gas utilities, with approximately \$24 billion in assets.

The largest electric utility in Missouri and the second largest in Illinois, Ameren companies provide energy services to 2.4 million electric and nearly one million natural gas customers throughout its entire 64,000 square mile territory. [\(more\)](#)



Mar. 02, 2010 Highlights
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Ameren and...



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Outage status
Check or report your outage. [Log-in with phone number](#).



Diversity
It is [essential](#) to how we do business.



Our community
We're neighbors. [Let's work together](#) for a great community.



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