

DUKE ENERGY CORP  
Form 35-CERT  
May 31, 2002

FILE NO. 70-10013

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

QUARTERLY FILING CERTIFICATE

PURSUANT TO ORDER GRANTING EXEMPTIONS  
UNDER SECTION 3(b) TO  
FOREIGN PUBLIC UTILITY COMPANIES

Release No 35-27497; File No. 70-10013

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DUKE ENERGY CORPORATION  
526 S. Church Street  
Charlotte, North Carolina 28202

(Name of the company filing this certificate and  
address of its principal executive office)

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David L. Hauser  
Senior Vice President and  
Treasurer  
Duke Energy Corporation  
526 S. Church Street  
Charlotte, North Carolina 28202

(Name and address of agent for service)

Please also submit copies of all correspondence to:

Robert T. Lucas  
Duke Energy Corporation  
422 South Church Street  
Charlotte, North Carolina 28201-1244

Adam Wenner, Esq.  
Vinson & Elkins L.L.P.  
The Willard Office Building  
1455 Pennsylvania Avenue, N.W.  
Washington, D.C. 20004-1008

By order issued March 8, 2002, the Commission granted the application of Duke Energy Corporation ("Duke Energy") under section 3(b) of the Public Utility Holding Company Act of 1935, as amended. The Commission's order required Duke Energy, beginning with the first calendar quarter after March 8, to file, on a quarterly basis, a certificate containing certain information regarding the capitalization and senior debt ratings of Duke Energy. Pursuant to that requirement, Duke Energy hereby submits its certificate.

CERTIFICATE

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The undersigned officer of Duke Energy Corporation hereby certifies as follows:

1. The following table shows the Company's total capitalization as of March 31, 2002

CAPITALIZATION (IN MILLIONS OF DOLLARS)	3/31/02
Notes Payable and Commercial Paper	2,615
Long-Term Debt (including current portion)	18,881
Guaranteed Preferred Beneficial Interests in Subordinated Notes of DEC or Subsidiaries	1,407
Preferred and Preference Stock (including current portion)	247
Minority Interest	2,666
Total Common Stock Equity	14,559
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Total Capitalization	40,375

2. As of March 31, 2002, the Company's senior unsecured debt ratings were A1 from Moody's Investors Service, Inc., A+ from Standard & Poor's Ratings Service, a division of McGraw-Hill, Inc. and A+ from Fitch Ratings.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 31st day of May, 2002.

/s/ Myron L. Caldwell

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Myron L. Caldwell  
Vice President, Corporate Finance

Respectfully submitted,  
DUKE ENERGY CORPORATION  
By: /s/ David L. Hauser

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David L. Hauser  
Senior Vice President and  
Treasurer

Dated: May 31, 2002