



Robert T. Lucas III
Associate General Counsel
Assistant Secretary

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Via Telecopier

August 14, 2002

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OFFICE OF THE SECRETARY
AUG 14 2002

Mr. Jonathan G. Katz, Secretary
Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, DC 20549

Dear Mr. Katz:

Pursuant to the Commission's Order No. 4-460, attached are the statements, written under oath, of Duke Energy Corporation's principal executive officer and principal financial officer. Each of these statements also has been filed electronically with the Commission as an exhibit under Item 9 of a Form 8-K. As directed by Commission guidelines, we are submitting these statements via telecopier and will send the originals to you via Federal Express for overnight delivery.

Sincerely,

Robert T. Lucas III

RTL/ppp

enclosures

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**Statement Under Oath of Principal Financial Officer of Duke Energy Corporation,
Regarding Facts and Circumstances Relating to Exchange Act Filings**

I, Robert P. Brace, state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of Duke Energy Corporation, and, except as corrected or supplemented in a subsequent covered report:

- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

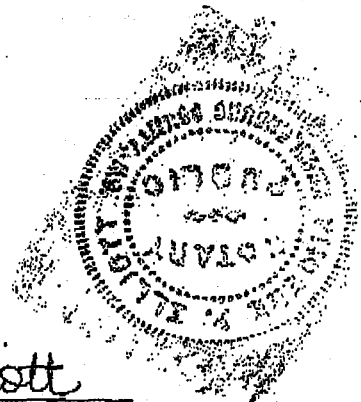
(2) I have reviewed the contents of this statement with Duke Energy Corporation's Audit Committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- Annual Report on Form 10-K of Duke Energy Corporation for the year ended December 31, 2001;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Duke Energy Corporation filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.

Robert P. Brace
August 14, 2002

Subscribed and sworn to
before me this 14th day of
August, 2002.



Notary Public
My Commission Expires: June 26, 2006

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