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ALLIANT ENERGY CORP
Form 35-CERT
November 27, 2002

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

In the Matter of
Alliant Energy Corporation, et al.
File No. 70-9891
(Public Utility Holding Company Act of 1935)

CERTIFICATE
PURSUANT TO
RULE 24

This Certificate of Notification (the "Certificate") is filed by Alliant Energy Corporation ("Alliant Energy"), a registered holding company under the Public Utility Holding Company Act of 1935, as amended (the "Act"), and its wholly-owned subsidiary, Alliant Energy Resources, Inc. ("Resources"), in connection with the transactions proposed in the Form U-1 Application-Declaration (the "Application-Declaration"), as amended, of Alliant Energy and Resources (collectively, the "Applicants") in File No. 70-9891. These transactions were authorized by order of the Securities and Exchange Commission (the "Commission") dated October 3, 2001 (the "Order"), as amended.

This Certificate is for the period covering July 1, 2002 - September 30, 2002 (hereinafter referred to as the "period").

The Applicants hereby certify the matters set forth below pursuant to Rule 24 of the rules under the Act:

1. A computation in accordance with rule 53(a) setting forth Alliant Energy's "aggregate investment" in all EWGs and FUCOs, its "consolidated retained earnings" and a calculation of the amount remaining under the Requested EWG/FUCO Investment Authority.

ANSWER:

See attached Exhibit A

2. A chart showing Alliant Energy's aggregate investment in each EWG or FUCO compared to the Requested EWG/FUCO Investment Authority. The chart should also identify any new EWG or FUCO, compared to the Requested EWG/FUCO Investment Authority, in which Alliant Energy has invested or committed to invest during the preceding quarter.

ANSWER:

See attached Exhibit A

3. The consolidated capitalization ratio of Alliant Energy, with consolidated debt to include all short-term debt and all other system debt, both recourse and nonrecourse, including debt of EWGs and FUCOs.

ANSWER:

See attached Exhibit B

4. The market-to-book ratio of Alliant Energy's common stock.

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ANSWER:

Market value per share at September 30, 2002	\$	19.25
Common equity at September 30, 2002	\$	1,770,269,000
Total shares outstanding at September 30, 2002		91,594,567
Book value per share at September 30, 2002	\$	19.33
Market-to-book ratio of Alliant Energy's common stock		99.59%

5. Analysis of the growth in consolidated retained earnings that segregates total earnings growth of EWGs and FUCOs from that attributable to other subsidiaries of Alliant Energy.

ANSWER:

See attached Exhibit C

6. A statement of revenues and net income for each EWG and FUCO for the twelve months ending as of the end of that quarter.

ANSWER:

See attached Exhibit D

7. The sales of any common stock or preferred securities by Alliant Energy and the purchase price per share and the market price per share at the date of the agreement of sale.

ANSWER:

None

8. The total number of shares of Alliant Energy common stock issued or issuable under options granted during the quarter under employment benefit plans and dividend reinvestment plans including any employee benefit plans or dividend reinvestment plans later adopted;

ANSWER:

There were no options granted during this period.

See attached Exhibit E

9. If a guaranty is issued during the quarter, the name of the guarantor, the name of the beneficiary of the guaranty and the amount, terms and purpose of the guaranty.

ANSWER:

See attached Exhibits F

10. The amount and terms of any Alliant Energy indebtedness issued during the quarter.

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ANSWER:

None

11. The amount and terms of any financings consummated by any Nonutility Subsidiary that is not exempt under rule 52.

ANSWER:

None

12. The notational amount and principal terms of any Interest Rate Hedges or Anticipatory Hedges entered into during the quarter and the identity of the other parties to the transaction.

ANSWER:

None

13. The name, parent company and amount invested in any intermediate subsidiary or financing, subsidiary during the quarter and the amount and terms of any securities issued by those subsidiaries during the quarter.

ANSWER:

Alliant Energy Corporation invested \$48.3 million in nonutility energy assets during the period from July 1, 2002 through September 30, 2002.

Whiting Petroleum Corporation's Energy Asset Investments:

RSEC	\$ 26,207,008
Crownquest	\$ 15,656,000
JJ Martin	\$ 588,105
Sub-total:	\$ 42,451,113
Leasing and other activity	\$ 7,259,501
Proceeds from sales	(\$1,433,838)
Total:	\$ 48,276,776

Alliant Energy Corporation did not form any intermediate or financing subsidiaries during the period from July 1, 2002 through September 30, 2002.

14. A list of U-6B-2 forms filed with the Commission during the quarter, including the name of filing entity and the date of the filing.

ANSWER:

- (1) Alliant Energy Corporate Services, Inc. filed a U-6B-2 on August 14, 2002.
- (2) Alliant Energy Corporation filed a U-6B-2 on August 14, 2002.

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Alliant Energy Corporation
Certificate Pursuant to Rule 24
Exhibit A
Report Period: July 1, 2002 - September 30, 2002

Item 1: A computation in accordance with rule 53(a) setting forth Alliant Energy's "aggregate investment" in all EWGs and FUCOs, its "consolidated retained earnings" and a calculation of the amount remaining under the Requested EWG/FUCO Investment Authority.

Item 2: A chart showing Alliant Energy's aggregate investment in each EWG or FUCO compared to the Requested EWG/FUCO Investment Authority. The chart should also identify any new EWG or FUCO, compared to the Requested EWG/FUCO Investment Authority, in which Alliant Energy has invested or committed to invest during the preceding quarter.

September 30, 2002

Alliant Energy Operaciones de Mexico, S. de R.L. de C.V. (Inactive)
Alliant Energy Renewable Resources Ltd.
Alliant Energy Servicios de Mexico, S. de R.L. de C.V. (Inactive)
Anhui New Energy Heat & Power Co. Ltd.
Catleo Energia S.A.
Companhia de Electricidade de Nova Friburgo S.A.
Companhia Energetica da Borborema S.A.
Companhia Forca e Luz Cataguazes-Leopoldina S.A.
Empresa Energetica de Sergipe S.A.
Hebei Wuan Peak Heat and Power Co. Ltd.
Henan Anfeng Electric Power Co. Ltd.
Henan Yongfeng Electric Power Co. Ltd.
Infratil Ltd.
Jiaxing JIES Power & Heat Co. Ltd.
LDM Utility Co., S.A. de C.V.
Luannan Peak Heat & Power Company Ltd. (f/k/a Tangshan Panda Heat & Power Co., Ltd.)
Luannan Peak Second Heat & Power Company Ltd. (f/k/a Tangshan Pan-Western Heat & Power Co., Ltd.)
Shijiazhuang Chengfeng Cogeneration Co. Ltd.
Sociedade Anonima de Eletrificacao da Paraiba S.A.
Southern Hydro Partnership
Tongxiang TIES Power & Heat Co. Ltd.
TrustPower Ltd.
Usina Termelétrica de Juiz De Fora S.A.
Zouping Peak CHP Co. Ltd.
Guarantee of debt security intended to finance future FUCO investments

Aggregate Investments in Foreign Utility Companies (FUCOs)

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Development costs for a 1,100 Mw natural gas generating facility in Western Michigan
 Development costs and commitment to purchase a 309 Mw natural gas generating facility in Neenah,
 Guarantee of the debt security of a 6 Mw low Btu gas electric generating facility in Cedar Rapids

Aggregate Investments in Electric Wholesale Generators (EWGs)

Total Aggregate Investments in EWGs and FUCOs

Alliant Energy's consolidated retained earnings at December 31, 2001
 Alliant Energy's consolidated retained earnings at March 31, 2002
 Alliant Energy's consolidated retained earnings at June 30, 2002
 Alliant Energy's consolidated retained earnings at September 30, 2002
 Alliant Energy's "consolidated retained earnings" at September 30, 2002 (average of ending balance)

Amount remaining under the Requested EWG/FUCO Investment Authority.

Alliant Energy Corporation
 Certificate Pursuant to Rule 24
 Exhibit A Continued
 Report Period: July 1, 2002 - September 30, 2002

	Registered Capital	Loan ----- Principal Interest -----	
Peak Pacific CJVs:			
FUCOs:			
Handan Chengfeng Heat and Power Co. Ltd. (Inactive)	-	-	
Hebei Wuan Peak Heat and Power Co. Ltd.	7,678,000	-	
Henan Anfeng Electric Power Co. Ltd.	6,748,000	6,516,900	444
Henan Yongfeng Electric Power Co. Ltd.	6,748,000	6,516,895	323
Luannan Peak Heat & Power Company Ltd. (f/k/a Tangshan Panda Heat & Power Co., Ltd.)	10,456,014	13,642,016	884
Luannan Peak Second Heat & Power Company Ltd. (f/k/a Tangshan Pan-Western Heat & Power Co., Ltd.)	10,456,014	13,642,016	884
Shijiazhuang Chengfeng Cogeneration Co. Ltd.	6,440,000	5,400,000	265
Weifang Ocean Peak Heat and Power Co. Ltd. (Inactive)	-	-	
Zouping Peak CHP Co. Ltd.	11,311,594	6,055,082	149
	----- 59,837,622	----- 51,772,909	----- 2,950
=====			
Non-FUCOs:			
Luannan Peak Third Heat & Power Company Ltd.	10,456,014	13,642,016	884
Luannan Peak Fourth Heat & Power Company Ltd.	10,456,014	13,642,016	884

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Alliant Energy Corporation
 Certificate Pursuant to Rule 24
 Exhibit B
 Report Period: July 1, 2002 - September 30, 2002

Item 3: The consolidated capitalization ratio of Alliant Energy, with consolidated debt to include all short-term debt and all other system debt, both recourse and nonrecourse, including debt of EWGs and FUCOs.

Alliant Energy Corporation Consolidated Statement of Capitalization
 September 30, 2002
 (amounts in thousands of dollars)

	Amounts	Percentage
Common equity	\$ 1,770,269	35.53%
Cumulative preferred stock	59,963	1.20%
Consolidated debt (1)	3,152,410	63.27%
	\$ 4,982,642	100.00%

(1)

Long-term debt (excluding current portion)	\$ 2,612,037
Current maturities and sinking funds	61,181
Variable rate demand bonds	55,100
Commercial paper	298,945
Other short-term borrowings	125,147
	\$ 3,152,410

Alliant Energy Corporation
 Certificate Pursuant to Rule 24
 Exhibit C
 Report Period: July 1, 2002 - September 30, 2002

Item 5: Analysis of the growth in consolidated retained earnings that segregates total earnings growth of EWGs and FUCOs from that attributable to other subsidiaries of Alliant Energy.

Alliant Energy Corporation
 Statement of Retained Earnings
 For the Three Months Ended September 30, 2002
 (amounts in thousands of dollars)

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Beginning balance (June 30, 2002)		\$ 758,460
Net income/(loss):		
From EWGs and FUCOs (*)	(1,492)	
Other	7,807	

Total net income/(loss)		44,730
Common stock dividends		(45,365)

Ending balance (September 30, 2002)		\$ 757,825
		=====

(*) Amount does not include the allocation of interest, tax or corporate expenses.

Alliant Energy Corporation
Certificate Pursuant to Rule 24
Exhibit D
Report Period: July 1, 2002 - September 30, 2002

Item 6: A statement of revenues and net income for each EWG and FUCO for the twelve months ending as of the end of that quarter.

	For the twelve

	Revenues

Alliant Energy Operaciones de Mexico, S. de R.L. de C.V. (Inactive)	-
Alliant Energy Renewable Resources Ltd.	-
Alliant Energy Servicios de Mexico, S. de R.L. de C.V. (Inactive)	-
Anhui New Energy Heat & Power Co. Ltd.	23,336,383
Catleo Energia S.A.	3,134,361
Companhia de Electricidade de Nova Friburgo S.A.	18,155,606
Companhia Energetica da Borborema S.A.	24,640,698
Companhia Forca e Luz Cataguazes-Leopoldina S.A.	59,957,437
Empresa Energetica de Sergipe S.A.	107,738,424
Hebei Wuan Peak Heat and Power Co. Ltd.	7,580,148
Henan Anfeng Electric Power Co. Ltd.	9,394,850
Henan Yongfeng Electric Power Co. Ltd.	10,737,788
Infratil Ltd. (*)	53,633,732
Jiaxing JIES Power & Heat Co. Ltd.	12,273,902
LDM Utility Co., S.A. de C.V.	-
Shijiazhuang Chengfeng Cogeneration Co. Ltd.	8,364,100
Sociedade Anonima de Eletrificacao da Paraiba S.A.	119,494,801
Southern Hydro Partnership	32,330,471
Luannan Peak Heat & Power Company Ltd.	
(f/k/a Tangshan Panda Heat & Power Co., Ltd.)	6,394,890
Luannan Peak Second Heat & Power Company Ltd.	
(f/k/a Tangshan Pan-Western Heat & Power Co., Ltd.)	6,394,890
Tongxiang TIES Power & Heat Co. Ltd.	8,302,674
TrustPower Ltd.	256,793,231
Usina Termelétrica de Juiz De Fora S.A.	16,467,770
Weifang Ocean Peak Heat and Power Co. Ltd. (Inactive)	-
Zouping Peak CHP Co. Ltd.	16,056,943

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Alliant Energy Corporation
 Certificate Pursuant to Rule 24
 Exhibit E
 Report Period: July 1, 2002 - September 30, 2002

Item 8: The total number of shares of Alliant Energy common stock issued or issuable under options granted during the quarter under employment benefit plans and dividend reinvestment plans including any employee benefit plans or dividend reinvestment plans later adopted.

Original Issue			
Date	Shareowner Direct Plan	401K	Long-term Equity Incentive Plan
7/10/2002	-	18,124	-
7/15/2002	71,072	-	-
7/22/2002	-	94,800	-
7/25/2002	-	13,103	-
8/05/2002	-	27,189	-
8/15/2002	359,255		
8/16/2002		67,921	
8/26/2002		19,343	
9/03/2002		21,920	
9/16/2002	109,729		
9/30/2002	-	39,557	-
TOTALS	540,056	301,957	-

Grand Total: 842,013

Alliant Energy Corporation
 Certificate Pursuant to Rule 24
 Exhibit F
 Report Period: July 1, 2002 - September 30, 2002

Item 9: If a guaranty is issued during the quarter, the name of the guarantor, the name of the beneficiary of the guaranty and the amount, terms and purpose of the guaranty.

Guarantor	On Behalf Of	Purpose	Name of Guaranteed Party	Date Of Issue/Amendme
Resources	NG Energy Trading, LLC	Natural Gas/Oil Purchases & Sales/Derivatives	Wisconsin Electric Power Company and Wisconsin	7/10/

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Gas Company

Resources	NG Energy Trading, LLC	Natural Gas/Oil Purchases & Sales/Derivatives	BP Canada Energy Marketing Corp.	7/30/
Resources	NG Energy Trading, LLC	Natural Gas/Oil Purchases & Sales/Derivatives	TXU Energy Trading Company LP	7/31/
Resources	NG Energy Trading, LLC	Natural Gas/Oil Purchases & Sales/Derivatives	Entergy-Koch Trading, LP	8/08/
Resources	NG Energy Trading, LLC	Natural Gas/Oil Purchases & Sales/Derivatives	Virginia Power Energy Marketing, Inc.	9/16/
Resources	SmartEnergy, Inc.	Natural Gas Purchases	TXU Energy Retail Company LP	7/25/
Resources	SmartEnergy, Inc.	Energy, Ancillary & Transmission Purchases & Unforced Capacity	New York Independent System Operator, Inc.	8/19/
Alliant Energy	Resources	Bridge Loan	Wachovia Bank, NA	8/06/

Guarantor	On Behalf Of	Purpose	Name of Guaranteed Party	Pe
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Bonds:

Alliant Energy	Cogenex	Energy Savings	Central Maine Power	8/31/
Alliant Energy	RMT	Performance Bond	Aramark job accepted in maintenance	8/01/
Alliant Energy	RMT	Underground tank removal	City of West Lake Hills	7/12/
Alliant Energy	Whiting	Oil & Gas	State of Oklahoma	8/26/
Alliant Energy	Whiting	Owners Blanket Bond	State of Wyoming	8/12/
Alliant Energy	Whiting	Nationwide oil & gas	US Dept of the Interior	8/07/
Alliant Energy	Whiting	Heavy Load Bond	Brazoria County	7/27/
Alliant Energy	Whiting	Nationwide oil & gas	Bureau of Indian Affairs	7/25/
Alliant Energy	Whiting	Ohio Blanket Oil & Gas Bond	State of Ohio	7/11/
Alliant Energy	Whiting	Michigan Blanket Well Bond	State of Michigan	7/11/
Alliant Energy	WP&L/AECS	Worker's Comp Bond	State of Wisconsin	7/01/

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Exhibit G

Report Period: July 1, 2002 - September 30, 2002

Item 16: A table showing, as of the end of the quarter, the dollar and percentage components of the capital structure of Alliant Energy on a consolidated basis and of each Utility Subsidiary.

Consolidated Statements of Capitalization September 30, 2002 (amounts in thousands of dollars)	Alliant Energy Corporation		Interstate Power and Light Company	
	Amounts	Percentages	Amounts	Percent
Common equity	\$ 1,770,269	35.53%	\$ 888,670	49.
Cumulative preferred stock	59,963	1.20%	-	0.
Consolidated debt (1)	3,152,410	63.27%	911,438	50.
	\$ 4,982,642	100.00%	\$ 1,800,108	100.

(1)				
Long-term debt (excluding current portion)	\$ 2,612,037		\$ 857,637	
Current maturities and sinking funds	61,181		2,680	
Variable rate demand bonds	55,100		-	
Commercial paper	298,945		-	
Notes payable to associated companies	-		51,121	
Other short-term borrowings	125,147		-	
	\$ 3,152,410		\$ 911,438	

Alliant Energy Corporation

Certificate Pursuant to Rule 24

Exhibit H

Report Period: July 1, 2002 - September 30, 2002

Item 17: A retained earnings analysis of Alliant Energy on a consolidated basis and of each Utility Subsidiary detailing gross earnings, goodwill amortization, dividends paid out of each capital account and the resulting capital account balances at the end of the quarter.

Statement of Retained Earnings

For the Three Months Ended September 30, 2002

(amounts in thousands of dollars)

	Interstate Power and Light Company	Wisconsin Power and Light Company
Beginning balance (June 30, 2002)	\$ 355,001	\$ 378,649
Gross earnings (1)	44,259	18,323
Goodwill amortization (2)	-	-

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Common stock dividends	(20,085)	(14,588)
	-----	-----
Ending balance (September 30, 2002)	\$ 379,175	\$ 382,384
	=====	=====

- (1) Gross earnings is defined as net income excluding goodwill amortization.
- (2) Pursuant to the adoption of FAS142 on January 1, 2002, Alliant Energy Corporation and its consolidated subsidiaries ceased the amortization of goodwill.