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DUKE ENERGY CORP

Form 3/A March 14, 2005

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number:

3235-0104

0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

Estimated average burden hours per

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

response...

(Print or Type Responses)

1. Name and Address of Reporting Person

(First)

2. Date of Event Requiring Statement

3. Issuer Name and Ticker or Trading Symbol DUKE ENERGY CORP [DUK]

Trent Keith

(Last)

(Instr. 4)

(Middle)

(Zip)

(Month/Day/Year) 03/01/2005

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

526 SOUTH CHURCH STREET

Filed(Month/Day/Year) 03/09/2005

(Street)

(Check all applicable)

6. Individual or Joint/Group

Director 10% Owner _X__ Officer Other (give title below) (specify below)

Filing(Check Applicable Line) _X_ Form filed by One Reporting

Acting GVP Gen Consl & Secy

Form filed by More than One

Reporting Person

CHARLOTTE, NCÂ 282021802

(City) (State) 1. Title of Security

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of

Derivative

Security

5. Ownership Form of Derivative Security:

Direct (D)

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date

Expiration

Amount or Number of Shares

or Indirect (I) (Instr. 5)

1

Exercisable Date

Title

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LTIP Phantom Stock Grant \hat{A} $\stackrel{(1)}{=}$ \hat{A} $\stackrel{(2)}{=}$ \hat{A} Common Stock 8,710 $\stackrel{(3)}{=}$ \$\frac{(4)}{2}\$ D \$\hat{A}\$

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Trent Keith
526 SOUTH CHURCH STREET Â
CHARLOTTE, NCÂ 282021802

Â Acting GVP Gen Consl & Secy

Signatures

By: Judy Z. Mayo, as Attorney-in-Fact for 03/14/2005

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
 - One fifth will vest on each of the first five anniversaries of the grant date provided the recipient continues to be employed by the registrant or employment terminates on account of retirement. Proration and immediate vesting apply if the recipient's employment
- (1) terminates as a result of death, disability, or by the registrant without cause or as a result of a divestiture. Vesting upon separation from service will occur if the executive's employment is terminated by Duke Energy without cause within two years following a "change in control" (as defined in the Duke Energy 1998 Long-Term Incentive Plan).
- (2) Expiration date not applicable
- (3) The reporting person is amending the Form 3 originally filed to report this grant, for the purpose of reflecting the correct number of units granted.
- (4) Converts to Common Stock on a 1-for-1 basis.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2