



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 39338

The Registrar of Companies for England and Wales hereby certifies that
REDPATH DORMAN LONG LIMITED

having by special resolution changed its name, is now incorporated
under the name of
MIDDLE EAST HOLDING LIMITED

Given at Companies House, Cardiff, the 6th October 2000



C000393385



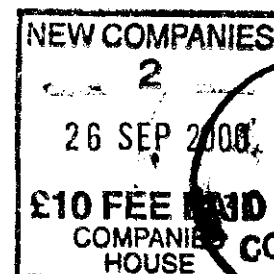
THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



C O M P A N I E S H O U S E

016035

CRN: 39338



THE COMPANIES ACT 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

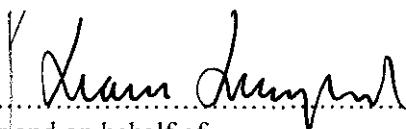
of

REDPATH DORMAN LONG LIMITED
(the "Company")

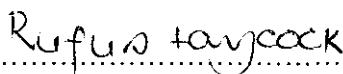
We, the undersigned, being all the members of the Company who at the date of this resolution are entitled to attend and vote at a general meeting of the Company, hereby pass the following resolution in writing (such resolution to have effect as a special resolution) in accordance with the Company's articles of association:-

That the Company's name be changed to MIDDLE EAST HOLDING LIMITED

Signature:


For and on behalf of
Kvaerner PLC

Signature:


For and on behalf of
Kvaerner Services Limited

Date:

21 SEPTEMBER 2000



KVÆRNER