

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 405724

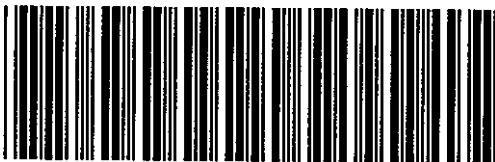
The Registrar of Companies for England and Wales hereby certifies that

SHELL COAL INTERNATIONAL LIMITED

having by special resolution changed its name, is now incorporated
under the name of

SHELL COAL MARKETING LIMITED

Given at Companies House, London, the 27th February 1998



C00405724Q

S. Bashar.

MISS S. BASHAR

For The Registrar Of Companies



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

Company No. 405724

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

pursuant to Section 378 Companies Act 1985

of SHELL COAL INTERNATIONAL LIMITED

passed the 27 February 1998



At an Extraordinary Meeting of members of the above named company, duly convened and held at Shell Centre, LONDON, SE1 7NA, on 27 February 1998, the following SPECIAL RESOLUTION was passed:

CHANGE OF COMPANY NAME:

THAT the name of the company be changed to:

SHELL COAL MARKETING LIMITED

Signed


Secretary - G J West

N/C - £100 -
LB 012119
8/10/98