

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 1687590

The Registrar of Companies for England and Wales hereby certifies that
ESAB GROUP LIMITED

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

Given at Companies House, Cardiff, the 19th September 2002



C01687590I



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



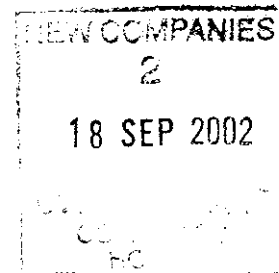
Companies House
— for the record —

HC006B

046309 110

Company Number: 1687590

THE COMPANIES ACT 1985
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION OF
ESAB GROUP LIMITED



We the undersigned being all the members of the Company who at the date of this resolution would be entitled to attend and vote at General Meetings of the Company HEREBY PASS the following resolution as a written resolution and agree that the said resolution shall, for all purposes, be as valid and effective as if the same had been passed by all of us at a General Meeting of the Company duly convened and held:-

THAT the name of the Company be changed to **ESAB HOLDINGS LIMITED**

Signed A. K. M.

Name: ALVIN YAN

For and on behalf of Charter Overseas Holdings Limited

Dated this 16th day of September 2002

