

7-12-08
COMPANY NUMBER 2310571

SPECIAL RESOLUTION OF

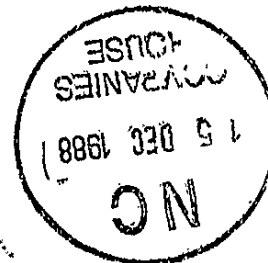
RIVALFORGE LIMITED

We, the undersigned, INSTANT COMPANIES LIMITED and SWIFT INCORPORATIONS LIMITED, being all the Members for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings HEREBY PASS the following resolution as a Special Resolution and agree that the said resolution shall, pursuant to Clause 53 in Table A (which Clause is embodied in the Articles of Association of the Company), for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

It is resolved:

That the name of the Company be changed to:-

SOUTHERN ELECTRIC POWER GENERATION LIMITED

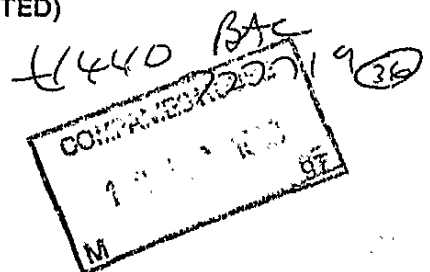


Dated this 16th day of November 1988

Signed


(AUTHORISED SIGNATORY OF INSTANT COMPANIES LIMITED)


(AUTHORISED SIGNATORY OF SWIFT INCORPORATIONS LIMITED)



JORDAN & SONS LTD
21 ST. THOMAS ST.
BRISTOL, BS1 6JS

328637 (2310571)



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 2310571

I hereby certify that

RIVALFORGE LIMITED

having by special resolution changed its name,

is now incorporated under the name of

SOUTHERN ELECTRIC POWER GENERATION LIMITED

Given under my hand at the Companies Registration Office,

Cardiff the 29 DECEMBER 1988

P. N. Rowley
MRS P.A. ROWLEY

an authorised officer