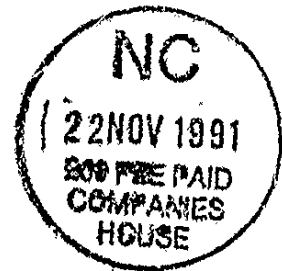


28/11
Company Number: 2317133

THE COMPANIES ACTS 1985 TO 1989

COMPANY LIMITED BY SHARES

RESOLUTION OF SOUTHERN ELECTRIC CONTRACTORS LIMITED



Passed on the 19th day of November 1991

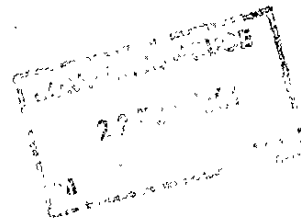
At an Extraordinary General Meeting of the members of the above-named Company, duly convened and held at Southern Electric Headquarters, Littlewick Green, Maidenhead, Berkshire SL6 3QB on 19th November 1991, the following resolution was duly passed:

SPECIAL RESOLUTION

That subject to the approval of the Registrar of Companies the name of the Company be changed to "Southern Electric Contracting Limited"

DA/Rowis

.....
Company Secretary & Solicitor



lmc/gen/changearts

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 2317133

- I hereby certify that

SOUTHERN ELECTRIC CONTRACTORS LIMITED

having by special resolution changed its name,

is now incorporated under the name of

SOUTHERN ELECTRIC CONTRACTING LIMITED

Given under my hand at the Companies Registration Office,

Cardiff the 28 NOVEMBER 1991

M. Rose
M. ROSE

an authorised officer