

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2354496

The Registrar of Companies for England and Wales hereby certifies that
AQUMEN INTERNATIONAL PROCUREMENT LIMITED

having by special resolution changed its name, is now incorporated
under the name of
BARCLAY MOWLEM (THAILAND) LIMITED

Given at Companies House, Cardiff, the 23rd April 1999



C02354496M



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

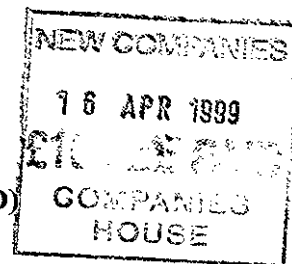


C O M P A N I E S H O U S E

HC006B

400627
Company No: 2354496

THE COMPANIES ACT 1985 (AS AMENDED)



Company Limited by Shares

SPECIAL RESOLUTION

of

AQUMEN INTERNATIONAL PROCUREMENT LIMITED

At an Extraordinary General Meeting of the above named Company duly convened and held on 15th April 1999, the following resolution was passed as a Special Resolution:

"THAT the name of the Company be changed to
BARCLAY MOWLEM (THAILAND) LIMITED"

A handwritten signature in dark ink, appearing to be "B. Mowlem", written over a horizontal line.

Chairman

Dated this 15TH day of APRIL 1999

