

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2436350

The Registrar of Companies for England and Wales hereby certifies that
PETROJARL FLOATING PRODUCTION UK LTD.

having by special resolution changed its name, is now incorporated
under the name of
TEEKAY PETROJARL FLOATING PRODUCTION UK LTD.

Given at Companies House, Cardiff, the 22nd May 2007



C02436350L



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

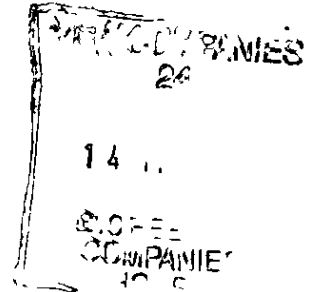
HC006B

Company number 2436350

762920/10

The Companies Act 1985

Company limited by shares



Petrojarl Floating Production UK Ltd.

Resolution in writing of the members of the company passed in accordance with its articles of association

We, the undersigned, being all the members of the company entitled to attend and vote at an extraordinary general meeting of the company **resolve** as follows

Special resolution

That the name of the company be and is changed to

Teekay Petrojarl Floating Production UK Ltd

Dated 27 March 2007



For an on behalf of
Teekay Petrojarl Production AS



A49

14/05/2007

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COMPANIES HOUSE