

**FILE COPY**



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 2537092

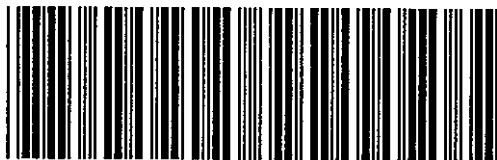
The Registrar of Companies for England and Wales hereby certifies that

NGC ONE LIMITED

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

NATIONAL GRID INTERNATIONAL LIMITED

Given at Companies House, London, the 4th February 1998



\*C025370923\*

A handwritten signature in black ink, appearing to read 'L. Barnes'.

MRS. L. BARNES

For The Registrar Of Companies



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

No: of Company: 2537092



THE COMPANIES ACT 1985

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COMPANY LIMITED BY SHARES

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SPECIAL RESOLUTION IN WRITING

OF

NGC One Limited

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The following Resolution in writing was passed on 28 January 1998, pursuant to Regulation 53 of Table A incorporated in the Company's Articles of Association, by all members of the Company as a Special Resolution of the Company:-

THAT, with the consent of the Registrar of Companies, the name of the Company be changed to:- NATIONAL GRID INTERNATIONAL LIMITED

*F B Smith*

(F B Smith- Secretary)  
Representing  
The National Grid Company plc

*A C Forward*

(D C Forward- Secretary)  
Representing  
NGC Nominees Limited

N/C £200.00

RBS 016679

S/DAY

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