

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

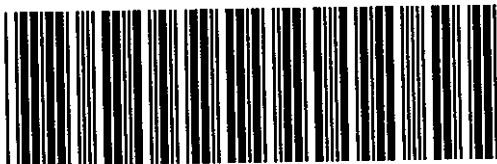
Company No. 2701593

The Registrar of Companies for England and Wales hereby certifies that
RELTEC (UK) LIMITED

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

MARCONI COMMUNICATIONS, NETWORK COMPONENTS &
SERVICES-UK LIMITED

Given at Companies House, Cardiff, the 1st June 1999



C027015930

S.E. Whiting

For The Registrar Of Companies

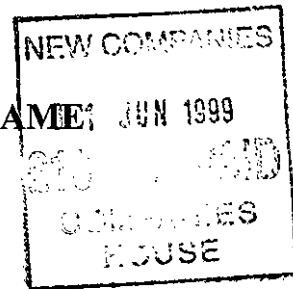


C O M P A N I E S H O U S E

501309

SAMEDAY 1.6.99

**SPECIAL RESOLUTION ON CHANGE OF NAME
COMPANIES ACTS**



RELTEC (UK) LIMITED
Company Number. 02701593

At an Extraordinary General Meeting of the members of the above named company, duly convened and held at Uxbridge Avenue, New Century Park, Coventry on the 27 day of May 1999.

The following Special Resolution was duly passed:

THAT the name of the Company be changed to:

Marconi Communications, Network Components & Services - UK Limited

and that this be effective as at 1 June 1999.

Company Secretary



Original

27/5/99