

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2854405

The Registrar of Companies for England and Wales hereby certifies that
NORTH EAST SLAG CEMENT LIMITED

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

CIVIL AND MARINE (HOLDINGS) LIMITED

Given at Companies House, London, the 1st April 2003



C028544050



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

711184

Company Number 2854405



NORTH EAST SLAG CEMENT LIMITED


(THE "COMPANY")

WRITTEN RESOLUTION

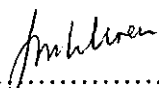
We, the undersigned, being all the members of the Company entitled to attend and vote at any general meeting of the Company unanimously agree, pursuant to section 381A of the Companies Act 1985, that the following resolution be passed as a written resolution of the Company, having effect as a special resolution:

RESOLUTION

That the name of the Company be changed to Civil and Marine (Holdings) Limited

Signed.......... Date...24th February 2003...

For and on behalf of
The Trustee of The Michael Uren 1997 Settlement

Signed.......... Date...27 February 2003...

For and on behalf of
J M Uren Trust Corporation Limited
a Trustee of the Uren 1988 Family Trust

