

FILE COPY



CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME

Company No. 2855151

The Registrar of Companies for England and Wales hereby certifies that

POWERGEN NORTH SEA LIMITED

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

CENTRICA RESOURCES LIMITED

Given at Companies House, London, the 26th November 1998



C02855151P

S. Bashar.
MISS S. BASHAR

For The Registrar Of Companies



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

No: 2855151

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

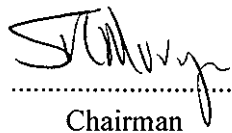


POWERGEN NORTH SEA LIMITED

The following written resolution was passed by the Company on 26 November 1998, which would otherwise be required to be passed as a special resolution.

SPECIAL RESOLUTION

THAT:- the name of the Company be changed to "Centrica Resources Limited".


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Chairman

Presented by: Ashurst Morris Crisp
Broadwalk House
5 Appold Street
London EC2A 2HA
Tel: 0171 638 1111
Ref:
GPT/SWP/P75500358

N/c £100
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