

FILE COPY



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

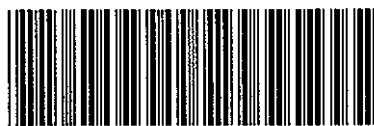
Company No. 2897874

The Registrar of Companies for England and Wales hereby certifies that  
KUDU (U.K.) LIMITED

having by special resolution changed its name, is now incorporated  
under the name of  
BILLITON (UK) LIMITED

Given at Companies House, Cardiff, the 9th May 1995

*E. P. Owen*  
MRS. E. P. OWEN



\*C028978748\*

For the Registrar of Companies



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

HC006B

**SHAREHOLDERS' RESOLUTION**



2897874

BILLITON COMPANY B.V., having its registered office at Dokter van Zeelandstraat 1, Leidschendam, the Netherlands, being the sole shareholder of KUDU (UK) LIMITED ("the Company"), having its registered office at Barrington House, 59-67 Gresham Street, London EC2V 7JA, United Kingdom, HEREBY RESOLVES, in accordance with article 8.2 of the Articles of Association of the Company, to approve with the name of the Company be changed to BILLITON (UK) LIMITED.

Leidschendam, 7 April 1995

BILLITON COMPANY B.V.

D.J.C. Munro

Director

