

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

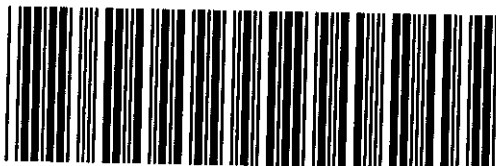
Company No. 2914860

The Registrar of Companies for England and Wales hereby certifies that
SEVERN TRENT WATER UTILITIES FINANCE PLC

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

SEVERN TRENT UTILITIES FINANCE PLC.

Given at Companies House, Cardiff, the 20th June 2007



C02914860J



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

029849/50

Severn Trent Water Utilities Finance Plc

Company No:
2914860

The Companies Acts 1985 and 1989

On the 18th June 2007 the following resolution in writing (such resolution to have effect as a special resolution) was duly passed by all the Members for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings, pursuant to section 381A of the Companies Act 1985 as amended by the Companies Act 1989,:

Special Resolution

"That the name of the Company be changed to Severn Trent Utilities Finance Plc."



Chairman



Severn Trent Water Utilities Finance Plc

Company No:
2914860

The Companies Acts 1985 and 1989

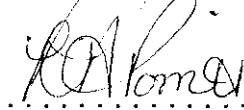
We, the undersigned, being all the Members for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings hereby pass the following Resolution as a Special Resolution and agree that the said Resolution shall, pursuant to section 381A of the Companies Act 1985 as amended by the Companies Act 1989, for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

Special Resolution

"That the name of the Company be changed to Severn Trent Utilities Finance Plc."

Passed on: 18th June 2007

The Members:


.....

For and on behalf of
Severn Trent Enterprises Limited

Severn Trent Water Utilities Finance Plc

Company No:
2914860

The Companies Acts 1985 and 1989

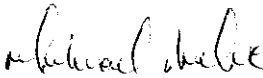
We, the undersigned, being all the Members for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings hereby pass the following Resolution as a Special Resolution and agree that the said Resolution shall, pursuant to section 381A of the Companies Act 1985 as amended by the Companies Act 1989, for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

Special Resolution

"That the name of the Company be changed to Severn Trent Utilities Finance Plc."

Passed on: 18th June 2007

The Members:



.....
For and on behalf of
Severn Trent Water Limited