

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2973624

The Registrar of Companies for England and Wales hereby certifies that
GROUP 4 CARILLION (FAZAKERLEY) LIMITED

having by special resolution changed its name, is now incorporated
under the name of
GSL CARILLION (FAZAKERLEY) LIMITED

Given at Companies House, Cardiff, the 13th February 2004



C02973624C



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

Company Number 2973624

THE COMPANIES ACT 1985

RESOLUTION dated the 2nd day of February 2004 agreed to by the members of the Company taking effect as a

WRITTEN SPECIAL RESOLUTION

of

GROUP 4 CARILLION (FAZAKERLEY) LIMITED

and presented for filing pursuant to Section 380(1) and (4)(c) Section 380(1) and (4)(c) of the Companies Act 1985

WE, being the members of the above Company, hereby resolve, and agree that such resolution shall take effect as a WRITTEN SPECIAL RESOLUTION, as follows:-

"THAT the name of the Company be changed to GSL Carillion (Fazakerley) Limited"

SIGNED for and on behalf of the members and dated the 2nd day of February 2004

Name of Member

Signature

Carillion Private Finance Limited

Nigel Jones

duly authorised for and on behalf
of Carillion Private Finance Limited

GSL Joint Ventures Limited

Smurgen

duly authorised for and on behalf
of GSL Joint Ventures Limited

