

FILE COPY



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 3247530

The Registrar of Companies for England and Wales hereby certifies that  
GRASPACROSS LIMITED

having by special resolution changed its name, is now incorporated  
under the name of  
HANSON HOLDINGS (2) LIMITED

Given at Companies House, Cardiff, the 10th January 1997



\*C032475309\*

*P. A. Morgan*  
P.A.MORGAN (MRS)

For the Registrar of Companies



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

HC006B

No. 3247530

THE COMPANIES ACTS 1985 TO 1989



PRIVATE COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

GRASPACROSS LIMITED

We, Hanson Holdings (1) Limited, being the sole Member 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 Regulation 53 of Table A in the Companies (Tables A to F) Regulations 1985 (which Regulation is embodied in the Articles of Association of the Company), for all purposes be as valid and as 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 HANSON HOLDINGS (2) LIMITED.

*Crahem Dunsford*

For: Hanson Holdings (1) Limited

Dated: December 18, 1996

