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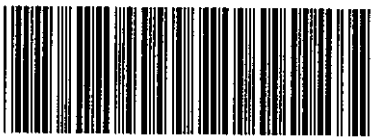
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3587944

The Registrar of Companies for England and Wales hereby certifies that
P.J.O. INDUSTRIAL (INDITHERM) LIMITED

having by special resolution changed its name, is now incorporated
under the name of
P.J.O. (INDITHERM) LIMITED

Given at Companies House, Cardiff, the 30th July 1998



C03587944T

R. C. Edwards
R. C. EDWARDS

For the Registrar of Companies



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

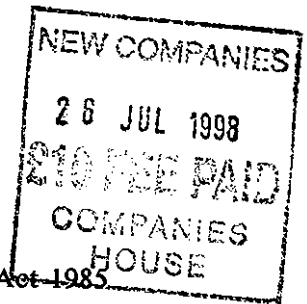
HC006B

Company No: 3587944

**Special
Resolution**

The Companies Act 1985

Private Company Limited by Shares



of P.J.O. INDUSTRIAL (INDITHERM) LIMITED

At an Extraordinary General Meeting of the above-named Company

duly convened and held at 6-8 Underwood Street,

London N1 7JQ

on 25th June, 1998

the following SPECIAL RESOLUTION was duly passed, viz:-

Resolution

That the name of the Company be changed to:

P.J.O. (INDITHERM) LIMITED

A handwritten signature in dark ink, appearing to read 'K. Lyng'.

Signed

For and on behalf of
Waterlow Nominees Limited



Waterlow Legal & Company Services

6-8 Underwood Street, London, N1 7JQ

Telephone 0171-250 3350 Fax 0171-608 0867

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