

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3629303

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

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

Given at Companies House, Cardiff, the 8th October 2002



C036293037



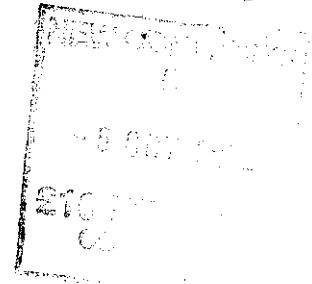
THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B


**ASSOCIATED RAIL LIMITED
COMPANY NUMBER 3629303**



WRITTEN NOTICE OF SPECIAL RESOLUTION

At an extraordinary general meeting of the company held at 1.00pm on 1 October 2002 the following special resolution was passed:

THAT subject to the consent of the Registrar of Companies, the name of the company be changed to PFI UK Limited.


.....
Secretary

