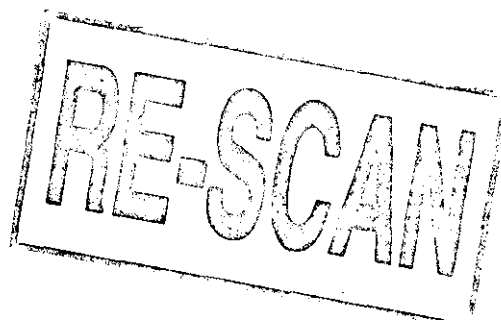


FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3671143

The Registrar of Companies for England and Wales hereby certifies that

LINDE REFRIGERATION AND RETAIL SYSTEMS LIMITED

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

LINDE REFRIGERATION LIMITED

Given at Companies House, London, the 2nd January 2001



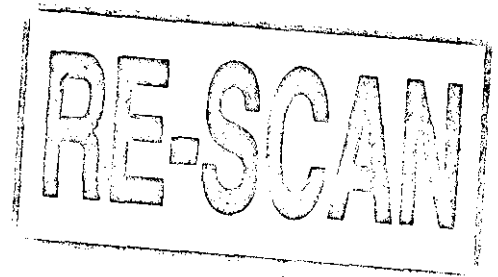
C036711431

K DAVIS

For The Registrar Of Companies

THIS CERTIFICATE/~~DOCUMENT~~ SUPERCEDES THE
CERTIFICATE/~~DOCUMENT~~ IN FILE WHICH
INCORRECTLY QUOTED THE NAME OF THE COMPANY
AS LINDE REFRIDGERATION LIMITED

FILE COPY



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Given at Companies House, London, the 2nd January 2001

THIS CERTIFICATE/~~DOCUMENT~~ CONTAINS A
MISTAKE IN THE NAME OF THE COMPANY AND IS
SUPERSEDED BY THE CERTIFICATE/~~DOCUMENT~~
ON FILE.


K DAVIS

For The Registrar Of Companies



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

Company Number: 3671143

THE COMPANIES ACTS 1985 TO 1989
PRIVATE COMPANY LIMITED BY SHARES
**WRITTEN RESOLUTION OF THE SOLE MEMBER OF
LINDE REFRIGERATION AND RETAIL SYSTEMS LIMITED**

We, the undersigned, being the sole member of the company who, at the date of this resolution would be entitled to attend and vote at general meetings of the company **HEREBY PASS** the following resolution as a special resolution and agree that the said resolution shall, for all purposes be as valid and effective as if the same had been passed by us at a general meeting of the company duly convened and held.

SPECIAL RESOLUTION

That the name of the company be changed to

Linde Refrigeration Limited



.....
For and on behalf of
LINDE HOLDINGS LIMITED

Dated: 20 December 2000

Presented by:
Taylor Joynson Garrett
Carmelite
50 Victoria Embankment
Blackfriars
London EC4Y 0DX

Ref: PBK

PBK001003B

S/Day 100
N/C
BB 100542.