

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4043701

The Registrar of Companies for England and Wales hereby certifies that

INNOGY JAK NO.1 LIMITED

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

REBYL LIMITED

Given at Companies House, Cardiff, the 1st December 2000



C040437010

A handwritten signature in black ink, appearing to read 'J. Jenkins'.

MRS J. JENKINS

For The Registrar Of Companies



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

INNOGY JAK NO.1 LIMITED

(Company number: 4043701)



WRITTEN RESOLUTION OF ALL MEMBERS

*Share paid
to*

Pursuant to the Articles of Association of the Company, the following Resolutions were passed on 1 December 2000 by written resolution of all the members of Innogy JAK No.1 Limited, having a right to attend and vote at a general meeting of the Company:

SPECIAL RESOLUTION

THAT the name of the company be changed to:

Rebyl Limited

Dated 1 December 2000


.....
Company Secretary



not used 600 00 00 52.