

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4094263

The Registrar of Companies for England and Wales hereby certifies that

DUNWILCO (829) LIMITED

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

SOUTH WALES ELECTRICITY LIMITED

Given at Companies House, Cardiff, the 31st July 2001



C04094263U

A. Allen
A ALLEN

For The Registrar Of Companies



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

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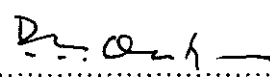
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NEW COMPANIES
6
2 JUL 2001
FEE PAID
STAMPS
HOUSE

WRITTEN RESOLUTION
DUNWILCO (829) LIMITED
(Registered No. 4094263)
("the Company")

WE, being the sole member of the Company having the right to attend and vote at a general meeting, in terms of Section 381A of the Companies Act 1985, HEREBY AGREE AND RESOLVE that the following resolution be passed:-

"That the name of the Company be changed to South Wales Electricity Limited".


.....
For and on behalf of
Hyder Industrial Group Limited
(Registered No 02202625)

Dated: 20 July 2001


A28 *A28N22P8* 0511
COMPANIES HOUSE 27/07/01