

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4337181

The Registrar of Companies for England and Wales hereby certifies that
INHOCO 2611 LIMITED

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

Given at Companies House, Cardiff, the 24th January 2002



C04337181N



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

RBS
006578

24-1

INHOCO 2611 LIMITED (the "Company")

NEW COMPANIES
Co N5 4337181
23 JAN 2002
£10 FEE PAID

Written Resolutions pursuant to

Section 381A Companies Act 1985 (as amended)

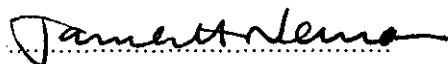
We, the undersigned, being the sole Member of the Company for the time being entitled to receive notice of and to attend and vote at general meetings of the Company, hereby pass the following written resolutions of the Company pursuant to Section 381A of the Companies Act 1985 (as amended);

Special Resolution

That the name of the Company be changed to:-

FRE LIMITED

For and on behalf of Kelda Group plc



Authorised signatory of Kelda Group plc

Dated: 18-1-2002



Rlo. Western House
Halifax Rd.
Bradford
BD6 2SZ.

