

Company Number: 5016900



SPECIAL RESOLUTION

- of -

ARPADIS UK LIMITED

AT AN EXTRAORDINARY GENERAL MEETING of the Members of the above Company duly convened and held on 17.3.04 the following SPECIAL RESOLUTION was duly passed:-

THAT the objects of the Company be altered by the deletion of sub-clauses (a) and (b) from Clause 3 of the Memorandum of Association, and the substitution therefor of the new sub-clauses shown in the appendix attached hereto.

Signed:

A handwritten signature in dark ink, appearing to be "C. L. M.", is written over the "Signed:" label.

RWL Registrars Limited

Secretary

Presented By:
Reichmann & Wing Limited
134 Percival Road
Enfield
Middlesex EN1 1QU

THE COMPANIES ACTS 1985 to 1989

COMPANY LIMITED BY SHARES

Memorandum of Association

Of

**A08
COMPANIES HOUSE**

**REVISED
0673
25/03/04**

ARPADIS UK LIMITED

- 1. The Company's name is**

ARPADIS UK LIMITED

- 2. The Company's Registered Office is to be situated in England and Wales.**

- 3. The objects for which the Company is established are:-**

(a) To carry on all or any of the following businesses: Industrial, research, manufacturing, and general chemists, chemical engineers, scientists, inventors, designers and manufacturers, processors, distributors, factors, agents, importers, exporters and wholesale and retail dealers whether in bulk or otherwise of all kinds of chemicals and other organic or inorganic substances, liquids and materials of whatever composition whether for industrial, commercial, manufacturing, processing, engineering, marine, building, construction, cleaning, preservation, refrigeration, conditioning, domestic or allied or otherwise uses whatsoever and of every description including, but without prejudice to the generality of the foregoing words, all kinds of chemicals, compounds, compositions, preparations, solids, powders, metals, alloys, minerals, oils and petroleum products. Acids, alkalis, gases, neutralizers, solvents, solutions, precipitates, amalgams, colourings, dyes, stones, earths, polymers, isotopes, radioactive materials, plastics and other natural and invented fibres and materials and all goods made therefrom or therefore, scientific, laboratory and allied equipment and requisites generally; consultants in and about any of the above activities and all other businesses at the discretion of the Directors.

(b) To buy, sell, import, export, manufacture and deal in all kinds of goods, stores and equipment whether in connection with any of the above activities or otherwise and to act as agents for all purposes.