

Catalyst Lend Lease Holdings Limited
(the "Company")

Company No.
5804271

The Companies Act 2006


Written Resolution of the Members
(Proposed by the Directors)

In accordance with Part 13, Chapter 2 of the Companies Act 2006, the board of directors propose that the resolution set out below be submitted to the eligible member of the Company as a written resolution and passed as a special resolution (the "Resolution").

Special Resolution

*"That the name of the Company be changed to **Lend Lease Infrastructure Holdings (EMEA) Limited** "*

We being the sole member of the Company hereby signify our irrevocable agreement to the Resolution.

..... 
On behalf of
Lend Lease Construction Holdings (EMEA) Limited

Date of Signature 07/03/2011

FRIDAY



LD1 *L90SASCO* 48
11/03/2011
COMPANIES HOUSE



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 5804271

The Registrar of Companies for England and Wales hereby certifies that
under the Companies Act 2006:

CATALYST LEND LEASE HOLDINGS LIMITED

a company incorporated as private limited by shares; having its registered
office situated in England/Wales; has changed its name to:

**LEND LEASE INFRASTRUCTURE HOLDINGS (EMEA)
LIMITED**

Given at Companies House on **11th March 2011**



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES