

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 6312635

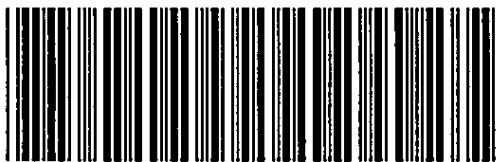
The Registrar of Companies for England and Wales hereby certifies that

PRECIS (2725) LIMITED

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

SEVERN TRENT FINANCING AND INVESTMENTS LIMITED

Given at Companies House, London, the 30th October 2007



C06312635T



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —



**PRECIS (2725) LIMITED (the "Company")
(COMPANY NUMBER 6312635)**

**WRITTEN RESOLUTIONS OF THE SOLE MEMBER OF THE COMPANY
PURSUANT TO SECTION 288 OF THE COMPANIES ACT 2006
PASSED ON 26 OCTOBER 2007**

The directors of the Company propose that the following written resolutions be passed by the Company: resolutions 1, 3 and 4 as ordinary resolutions and resolution 2 as a special resolution.

- 1 **THAT** the name of the Company be changed to Severn Trent Financing and Investments Limited
- 2 **THAT** the regulations contained in the printed document annexed hereto and initialed for the purpose of identification be and the same are hereby approved and adopted as the Articles of Association of the Company in substitution for and to the exclusion of the existing Articles of Association of the Company
- 3 **THAT** Deloitte & Touche LLP of 180 Strand, London, EC2R 1BL be appointed as auditors of the Company
- 4 **THAT** the sole Director, or at such time as the Company has more than one Director, the Directors, be hereby generally and unconditionally authorised in accordance with Section 80 of the Companies Act 1985 to exercise all the powers of the Company to allot relevant securities (as defined in Section 80(2) of that Act) up to an aggregate nominal amount of £ 98 provided that the authority hereby given shall expire on 25 October 2012 save that the Company shall be entitled to make offers or agreements before the expiry of such authority which would or might require relevant securities to be allotted after such expiry and the sole Director or the Directors, as the case may be, shall be entitled to allot relevant securities pursuant to any such offer or agreement as if this authority had not expired

The sole member of the Company who is entitled to vote on the resolutions on the circulation date (that is the first date on which copies of the resolutions are first sent to the sole member) should sign and date below to signify their agreement to the resolutions and return the signed document by hand or by post to First Floor, Exchange House, Primrose Street, London, EC2A 2HS

These resolutions must be passed by the requisite majority by the end of the period of 28 days beginning on the circulation date otherwise it will lapse

Agreed

Signed

For and on behalf of Peregrine Secretarial Services Limited
(Authorised Signatory)

Date 26 OCTOBER 2007

TUESDAY



LD1 30/10/2007 32
COMPANIES HOUSE