

THE COMPANIES ACT 2006

RESOLUTION IN WRITING

OF

**E.ON UK Property Services Limited
(Company No. 6764957)
(the "Company")**

Circulated to the sole member on the 26th day of April 2010 (the "**Circulation Date**")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution below is passed as a special resolution (the "**Special Resolution**").


SPECIAL RESOLUTION

That the name of the Company be changed to E ON UK PS Limited

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Special Resolution

The undersigned, being entitled to vote on the above Special Resolution on the Circulation Date, hereby irrevocably agrees to the Special Resolution

 Date 26 April 2010
D A Leiper
Director and Authorised Signatory of E ON UK Energy Services Limited
Shareholder

FRIDAY



Notes:

1. If you wish to vote in favour of the Special Resolution please do so by signing and dating this document where indicated and return it to the Company using one of the following methods
- 1.1 **By Hand:** delivering the signed copy to Deborah Gandley, Company Secretariat Manager, Westwood Way, Westwood Business Park, Coventry, CV4 8LG, or
- 1.2 **By Post:** delivering the signed copy to Deborah Gandley, Company Secretariat Manager, Westwood Way, Westwood Business Park, Coventry, CV4 8LG

If you do not agree to the Special Resolution, you do not need to do anything you will not be deemed to agree if you fail to reply

2. Once you have indicated your agreement to the Special Resolution, you may not revoke your agreement
3. Where, by 28 days from the Circulation Date insufficient agreement has been received for the Special Resolution to pass, the Special Resolution will lapse. If you agree to the Special Resolution, please ensure that your agreement reaches us before or during this date
4. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 6764957

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

E.ON UK PROPERTY SERVICES LIMITED

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

E.ON UK PS LIMITED

Given at Companies House on **30th April 2010**



Companies House
— the UK company registrar —



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**