

Company No. 08629297

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

-of-

LAVELLEN SUBSEA LIMITED (the "Company")

(circulated on 5 August 2013)

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

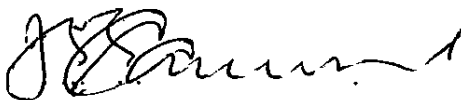
SPECIAL RESOLUTION

That the name of the Company be changed to Lavallen Subsea Limited

AGREEMENT

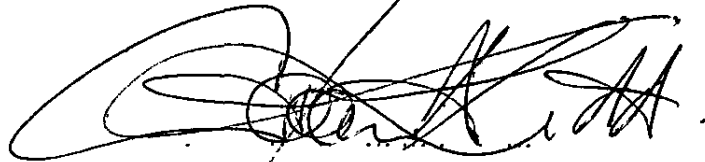
Please read the notes at the end of this document before signing your agreement to the Special Resolution

The undersigned, being persons entitled to vote on the above resolution on 5 August 2013, hereby irrevocably approve the Special Resolution



Anthony Canning

6 August 2013



Graeme Kidd

6 August 2013



A28 *A2F7T0Q9* 21/08/2013 #183
COMPANIES HOUSE

NOTES

1 If you agree to the resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods

(a) **By Hand** delivering the signed copy to a director of Lavelle Subsea Limited or Emily Duck of Memery Crystal LLP

(b) **E-mail** by attaching a scanned copy of the signed document to an e-mail and sending it to educk@memerycrystal.com Please enter "Written Resolution" in the e-mail subject box

If you do not agree to the 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 resolution, you may not revoke your agreement

3 Unless, by the date falling 28 days from the circulation date set out above, sufficient agreement has been received for the resolution to pass it, will lapse If you agree to the resolution, please ensure that your agreement reaches us before or during this date

4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company Seniority is determined by the order in which the names of the joint holders appear in the register of members



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 8629297

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

LAVELLEN SUBSEA LIMITED

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

LAVALLLEN SUBSEA LIMITED

Given at Companies House on **27th August 2013**



Companies House



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