

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 179749

The Registrar of Companies for Scotland hereby certifies that

MALCOLM MCARTHUR & SON CONTRACTS LIMITED

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

MCARTHUR ELECTRICAL CONTRACTS LIMITED

Given at Companies House, Edinburgh, the 22nd January 2002



CSC179749L



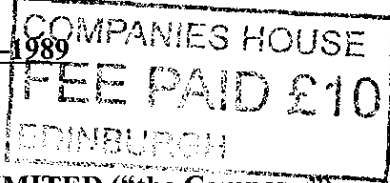
THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

C O M P A N I E S H O U S E

THE COMPANIES ACTS 1985-1989

WRITTEN RESOLUTION

MALCOLM MCARTHUR & SON CONTRACTS LIMITED ("the Company")

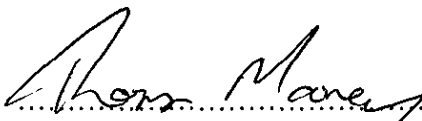


Company Number SC179749

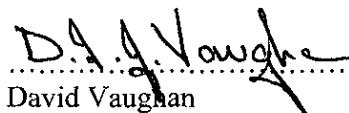
Pursuant to Regulation 53 of Table A which is included in the articles of association of the Company by virtue of Article 1, we, the undersigned being all the members of the Company who at the date of this resolution would be entitled to attend and vote at general meetings of the Company HEREBY PASS the following written resolution and agree that the said resolution shall, for all purposes, be as valid and effective as if the same had been passed by us at a general meeting of the Company duly convened and held :-

Written Resolution

THAT the name of the Company be changed to "McArthur Electrical Contracts Limited"


.....
For and on behalf of MMA Group Limited

16/1/02
.....
Date


.....
David Vaughan

16-01-02
.....
Date

