

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 454043

The Registrar of Companies for England and Wales hereby certifies that

BP CYPRUS LIMITED

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

HELLENIC PETROLEUM CYPRUS LIMITED

Given at Companies House, London, the 31st December 2002



C00454043U

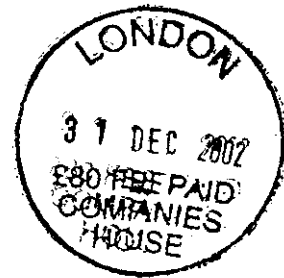


THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

Company No: 00454043



THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

BP CYPRUS LIMITED

In accordance with section 381A of the Companies Act 1985 (as amended) we, being the members of the Company who would, at the date of this resolution, have been entitled to vote upon it as if it had been proposed at a general meeting duly convened and held at which we were present, pass the following written resolution:

WRITTEN RESOLUTION


- 1 That the name of the Company be changed to Hellenic Petroleum Cyprus Limited

Dated: 31 December 2002

Signed

For and on behalf of

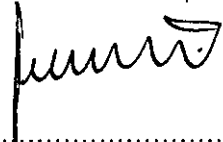
BP p.l.c.


J. J. Jenkins under
Power of Attorney

Signed

For and on behalf of

Kenilworth Oil Company Limited


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LINKLATERS
ONE SILK STREET
LONDON EC2Y 8HQ