

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 1565458

The Registrar of Companies for England and Wales hereby certifies that
RMC MONEY PURCHASE PENSION TRUST LIMITED

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

CEMEX UK MONEY PURCHASE PENSION TRUST LIMITED

Given at Companies House, London, the 6th July 2006



C015654585



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

001007
Company No. 1565458

THE COMPANIES ACT 1985 AND 1989

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

RMC MONEY PURCHASE PENSION TRUST LIMITED

(Passed on 5th July 2006)



Pursuant to Section 381A of the Companies Act 1985, the following Written Resolution of the Members of the Company was passed on 5th July 2006 as a Special Resolution.

SPECIAL RESOLUTION

"That the name of the Company be changed to CEMEX UK Money Purchase Pension Trust Limited"

BY ORDER OF THE BOARD

A handwritten signature in black ink, appearing to read 'S D Walkland'.

S D WALKLAND
SECRETARY

