



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME
AND RE-REGISTRATION OF A PUBLIC COMPANY
AS A PRIVATE COMPANY**

Company No. 1125

I hereby certify that

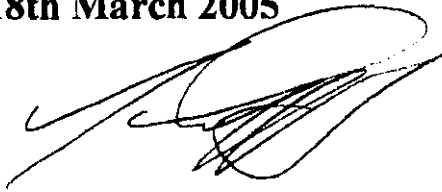
KVAERNER E&C PLC

formerly registered as a public company having changed
its name and having this day been re-registered under
the Companies Act 1985 as a private company is now
incorporated under the name of

KVAERNER E&C HOLDINGS LIMITED

and that the company is limited.

Given under my hand at Companies House, Cardiff the **18th March 2005**



JOHN LITTLE

An Authorised Officer

