

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2366867

The Registrar of Companies for England and Wales hereby certifies that
EDF ENERGY (DEVELOPMENT BRANCH) PLC

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

EDF ENERGY (SOUTH EAST) PLC.

Given at Companies House, London, the 23rd August 2005



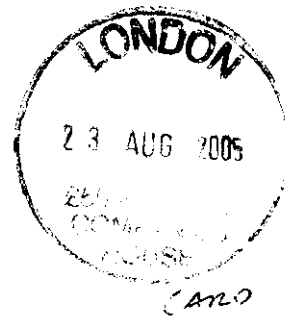
C02366867M



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —



EDF Energy (Development Branch) plc

Company No:
2366867

The Companies Acts 1985 and 1989

We, the undersigned, being all the Members for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings hereby pass the following Resolution as a Special Resolution and agree that the said Resolution shall, pursuant to the Articles of Association of the Company, for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

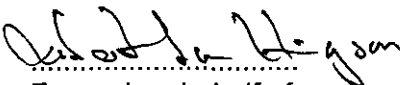
Special Resolution

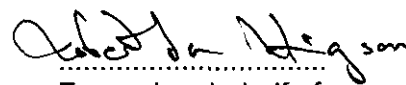
"That the name of the Company be changed to EDF Energy (South East) plc."

Passed on: 23rd August 2005

The Members:

£0.50 ORDINARY shareholders:


For and on behalf of
CSW Investments


For and on behalf of
SEEBOARD Group plc

