

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3899612

The Registrar of Companies for England and Wales hereby certifies that
UTILITY LINK LIMITED

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

Given at Companies House, Cardiff, the 26th May 2000



C03899612P



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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

C006

02550
Company Number 3899812

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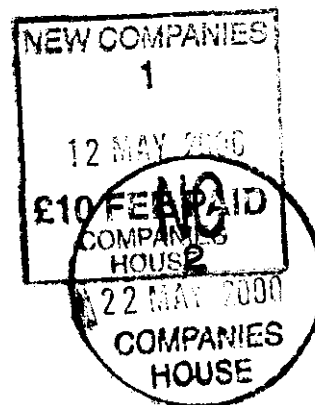
Con 22413 CES
THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

utility link limited

(Passed 11 May 2000)



AT AN EXTRAORDINARY GENERAL MEETING of the Members of the Company duly convened and held at 18 Southampton Place, London WC1A 2AJ on 11 May 2000 at 3.15pm the following Resolution was unanimously passed as a Special Resolution:

SPECIAL RESOLUTION

"THAT the name of the Company be changed to WRE TWO limited."


CHAIRMAN

