

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3080778

The Registrar of Companies for England and Wales hereby certifies that
ALNERY NO. 1496 LIMITED

having by special resolution changed its name, is now incorporated
under the name of
CIRQUE ENERGY (UK) LIMITED

Given at Companies House, Cardiff, the 17th October 1995


M.LEWIS



C03080778G

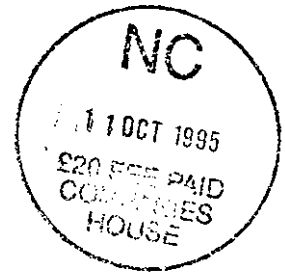
For the Registrar of Companies



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

HC006B

Company number
3080778



THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

RESOLUTION

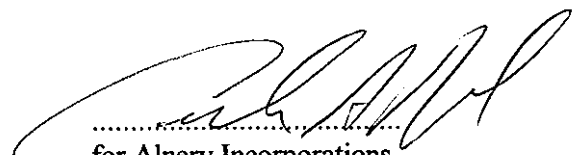
of

ALNERY NO. 1496 LIMITED

(passed on [6] October, 1995)

The following resolution was duly passed as a special resolution of the company by the sole member of the company on [6] October, 1995:

That the name of the company be changed to Cirque Energy (UK) Limited.


.....
for Alnery Incorporations
No. 1 Limited (sole member)

C2:61714.1



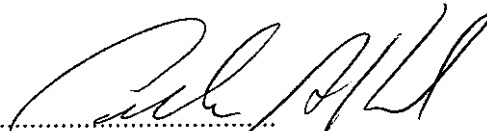
ALNERY NO. 1496 LIMITED

Resolution of the company passed as a special resolution by the sole member of the company on [1] 6
October, 1995

RESOLUTION

1. That the name of the company be changed to Cirque Energy (UK) Limited.

Dated 6-10-95


.....
For Alnery Incorporations
No. 1 Limited
(sole member)

C2:61714.1

