

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3115420

The Registrar of Companies for England and Wales hereby certifies that
PRECIS (1400) LIMITED

having by special resolution changed its name, is now incorporated
under the name of
MARATHON OIL PETROLEUM U.K.KAKAP LIMITED

Given at Companies House, Cardiff, the 7th March 1996


MRS. L. PARRY



C031154206

For the Registrar of Companies



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

HC006B

Number of Company: 3115420



THE COMPANIES ACT 1985
AND
THE COMPANIES ACT 1989
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION
- OF -
PRECIS (1400) LIMITED
(passed on 26th February 1996)

At an Extraordinary General Meeting of the Company held at Exchange House, Primrose Street, London, EC2A 2HS on 26th February 1996 the following resolution was passed as a Special Resolution of the Company:-

SPECIAL RESOLUTION

THAT the name of the Company be changed to Marathon Oil Petroleum U.K. Kakap Limited.

.....*Stephen C. J.*.....
CHAIRMAN

