



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 43286

The Registrar of Companies for Scotland hereby certifies that

SHANKS & MCEWAN (MIDLANDS) LIMITED

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

SHANKS MIDLANDS LIMITED

Given at Companies House, Edinburgh, the 24th May 1999



CSC043286N

Diane Brooks
for Registrar Of Companies



Company Number 43286

THE COMPANIES ACTS 1985 AND 1989
A PRIVATE COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION
OF

Shanks & McEwan (Midlands) Limited



At an extraordinary General Meeting of the Company duly convened and held at Astor House, Station Road, Bourne End, Buckinghamshire on Wednesday, 12 May 1999 the following Resolution was duly passed as a Special Resolution:-

SPECIAL RESOLUTION

THAT the name of the Company be exchanged with that of Shanks Midlands Limited (Company Number 2712498) with effect from 24 May 1999.

DATED: 17 May 1999



COMPANY SECRETARY