

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4226697

The Registrar of Companies for England and Wales hereby certifies that
THE NO. 4226697 COMPANY LIMITED

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

Given at Companies House, Cardiff, the 28th August 2001



C04226697R



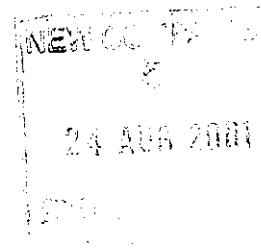
THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

101 768



THE NO. 4226697 COMPANY LIMITED

Company No:
4226697


Passed:
15 August 2001

The Companies Acts 1985 and 1989

At an Extraordinary General Meeting of the above-named Company duly convened and held at Charter Court, 50 Windsor Road, Slough, Berkshire, SL1 2HA, United Kingdom on Wednesday 15 August 2001 at 13.00 the following Resolution was duly passed as a Special Resolution.

Special Resolution

"That the name of the Company be changed to Centrica Telecommunications Limited."


.....
Chairman

15/8/2001
.....
Date

