

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2630844

The Registrar of Companies for England and Wales hereby certifies that

AMERADA HESS GAS LIMITED

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

TXU EUROPE (AHG) LIMITED

Given at Companies House, London, the 31st May 2002



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For The Registrar Of Companies



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

No. 02630844



THE COMPANIES ACT 1985 TO 1989
PRIVATE COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION
of
AMERADA HESS GAS LIMITED

We, TXU UK Limited, being the sole Member for the time being of the above-named company entitled to receive notice of and to attend and vote at General Meetings HEREBY PASS the following resolution as a SPECIAL RESOLUTION and agree that the said resolution shall, pursuant to Regulation 53 of Table A in the Companies (Tables A to F) Regulations 1985 (which Regulation is embodied in the Articles of Association of the Company), for all purposes be as valid and as effective as if the same had been passed at a General Meeting of the Company duly convened and held:-

SPECIAL RESOLUTION

“THAT the name of the Company be and it is hereby changed to TXU Europe (AHG) Limited.”

Dated this thirty first day of May 2002

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For and on behalf of
TXU UK Limited



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COMPANIES HOUSE

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31/05/02