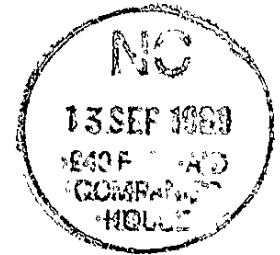


Company Number 1906852



THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF BODEWELL LIMITED

Passed the seventh day of September, 1989

At an Extraordinary General Meeting of the above-named Company  
duly convened and held at 51A Upper Wickham Lane, WELLING. Kent,  
DA16 3AD

on the seventh day of September, 1989

the following Special Resolution was duly passed:

That the name of the Company be changed to:

DESIGN AND MANAGEMENT CONTRACTORS LIMITED

.....  
CHAIRMAN/DIRECTOR

H.52637/AP.

BB 340  
723583

HART & CO. LTD.

47 BRUNSWICK PLACE, LONDON N1 6EE

TEL. 01 250 1841 TELEX. 24853

FAX. 01 250 1735

FILE COPY



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

No. 1906852

I hereby certify that

**BODEWELL LIMITED**

having by special resolution changed its name,

is now incorporated under the name of

**DESIGN AND MANAGEMENT CONTRACTORS  
LIMITED**

Given under my hand at the Companies Registration Office,

Cardiff the 20 SEPTEMBER 1989

*E. Owen*  
MRS E. OWEN

an authorised officer