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**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 329622

The Registrar of Companies for England and Wales hereby certifies that
WARDS CONSTRUCTION (MEDWAY) LIMITED

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

Given at Companies House, Cardiff, the 30th October 1998



C00329622T



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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

HC006B


WARDS CONSTRUCTION (MEDWAY) LIMITED 00329622
THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION OF WARDS CONSTRUCTION (MEDWAY) LIMITED
PASSED ON 22 October 1998



By a special resolution in writing pursuant to regulation 53 of Table A in the Companies (tables A to F) Regulations 1985, S.I. 1985 Nos. 805 and 1052 by all the members for the time being entitled to receive notice of and attend and vote at general meetings of the company the following special resolution was duly passed

TO CHANGE THE NAME OF THE COMPANY FROM "WARDS CONSTRUCTION (MEDWAY) LIMITED" to "WARD HOMES LIMITED"

Dated 22/10/98


Michael Lethaby
Company Secretary

**MINUTES OF A MEETING
OF WARDS CONSTRUCTION (MEDWAY) LIMITED
HELD AT 2 ASH TREE LANE CHATHAM**

Held on 22nd day of October 1998 at 2 Ash Tree Lane

Present:

D. J. WARD (CHAIRMAN)

M. D. DRURY

P. D. HOLLIDAY

M. R. LETHABY

R. D. K. TERRY

J. J. TROTTER

F. T. WATKINS

- (1) The Chairman then explained that the purpose of the meeting was to call an Extraordinary General Meeting for a Special Resolution in accordance with s28(1) Companies Act 1985 to change the name of the Company from "Wards Construction (Medway) Limited" to "Ward Homes Limited".
- (2) The Directors then voted on the proposal and it was unanimously approved.
- (2) P. D. HOLLIDAY as proxy on behalf of Ward Holdings Plc the sole shareholder of Wards Construction (Medway) Limited then waived the required notice period for the calling of an Extraordinary General Meeting and on behalf of Ward Holdings Plc approved the Special Resolution changing the name of Wards Construction (Medway) Limited to Ward Homes Limited.
- (3) The Directors then acknowledged the result of the Special Resolution and the Company Secretary then agreed to complete the necessary paperwork and inform Companies House accordingly.

We certify that the aforementioned Special Resolution has been duly entered in the Minutes Book and is in accordance with the Articles of Association.

Signed:  P. D. HOLLIDAY

Signed:  M. R. LETHABY