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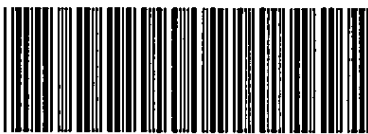
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 552847

The Registrar of Companies for England and Wales hereby certifies that
LEONARD CHESHIRE FOUNDATION(THE)

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

Given at Companies House, Cardiff, the 1st October 2007



C005528470



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

THE COMPANIES ACTS

COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL

THE LEONARD CHESHIRE FOUNDATION ("THE COMPANY")

(Company Registration No. 552847)

RESOLUTION IN WRITING

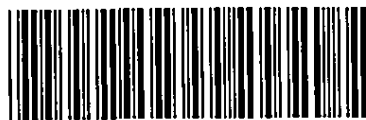
(Passed on 7th August 2007 by all of the members unanimously as a resolution in writing pursuant to Section 381A of the Companies Act 1985)

I hereby certify that the following resolution was duly approved and passed on 7th August 2007 by all of the Members (referred to in the resolution as "we") entitled to receive notice of, attend and vote at General Meetings as at that date by means of a resolution in writing signed by each of them, as if the same had been passed at a General Meeting duly convened and held, following receipt of all necessary consents, approvals and notifications

RESOLVED THAT

- 1 this resolution shall come into effect on 1st October 2007 ("the Effective Date") provided that prior to the Effective Date the Company Secretary has received from the Company's auditors notification that the resolution either does not concern them as auditors or that it does so concern them but that it need not be considered by the Company in general meeting
- 2 on and from the Effective Date, the name of the Company shall cease to be "The Leonard Cheshire Foundation" and shall instead be "Leonard Cheshire Disability"
- 3 on and from the Effective Date, the Memorandum of Association of the Company shall be amended by deleting in that document the words "The Leonard Cheshire Foundation" both in the title and in clause 1, and by replacing those words both in the said title and in clause 1 with the words "Leonard Cheshire Disability"
- 4 on and from the Effective Date, the Articles of Association of the Company shall be amended by deleting in that document the words "The Leonard Cheshire Foundation" in the title and in the definition of "Leonard Cheshire" in Article 1 and in Article 28 in both places, and by replacing those words in the said title and in Article 1 and in Article 28 in both places with the words "Leonard Cheshire Disability"

WEDNESDAY



A44 *A7SC8TAW* 288
26/09/2007
COMPANIES HOUSE

A Silver
ASHLEY SILVER
SECRETARY

23rd August 2007