

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 636445

The Registrar of Companies for England and Wales hereby certifies that

WOLSELEY CENTERS LIMITED

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

WOLSELEY UK LIMITED

Given at Companies House, Cardiff, the 31st March 2004



C00636445U



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

Company Number 636445

THE COMPANIES ACT 1985

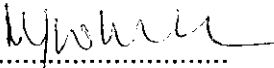
COMPANY LIMITED BY SHARES

**WOLSELEY CENTERS LIMITED
("the Company")**

SPECIAL RESOLUTION

The sole member of the above Company, pursuant to the Company's Memorandum and Articles of Association, unanimously passed the following special resolution on 31st March 2004:

"THAT the name of the Company be changed to Wolseley UK Limited".


.....
Company Secretary

