



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No.

911591

28

I hereby certify that

WHITE'S STONE PRODUCTS LIMITED

having by special resolution and with the approval of the Secretary of State changed
its name, is now incorporated under the name of

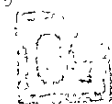
TARMAC HOMES SOUTH YORKSHIRE LIMITED

Given under my hand at London the 11th March 1975

N Taylor

N. TAYLOR

Assistant Registrar of Companies



Company No. 911591

Ref No 88-117/1

The Companies Acts 1948 and 1967



£40

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTIONS

of

WHITES STONE PRODUCTS LIMITED

Passed 16th February 1976

AT AN EXTRAORDINARY GENERAL MEETING of the above-named Company duly convened, and held at the registered office of the Company, Etingshall, Wolverhampton, on the 16th day of February 1976, the following SPECIAL RESOLUTIONS were duly passed:-

RESOLUTIONS

1. That subject to the approval of the Department of Trade and Industry the name of the Company be changed to TARMAC HOMES SOUTH YORKSHIRE LIMITED.

2. That the provisions of the Memorandum of Association of the Company with respect to its objects be altered in manner following:

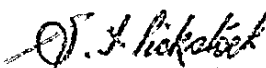
(a) by deleting clauses 3 (A) (B) (C) and (D) and substituting therefor the following

3.(A) To carry on all or any of the following businesses namely:- builders and contractors, decorators, merchants and dealers in stone, sand, lime, bricks, timber, hardware, and other building requisites, brick and tile and terracotta makers, jobmasters, carriers, licensed victuallers, house agents, estate agents, miners, metallurgists, engineers, farmers, graziers, ship-owners, ship-builders, merchants, importers and exporters, and to buy, sell and deal in property of all kinds.



- (B) To develop and turn to account any land acquired by or in which the Company is interested, and in particular by laying out and preparing the same for building purposes, constructing, altering, pulling down, decorating, maintaining, furnishing, fitting up, and improving buildings, and by planting, paving, draining, farming, cultivating, letting on building lease or building agreement, and by advancing money to and entering into contracts and arrangements of all kinds with builders, tenants, and others.
- (C) To construct, maintain, improve, develop, work, control and manage any public works, waterworks, gasworks, reservoirs, roads, tramways, electric power, heat and light supply works, telephone works, hotels, clubs, restaurants, baths, places of worship, places of amusement, pleasure grounds, parks, gardens, reading rooms, stores, shops, dairies, and other works and conveniences which the Company may think directly or indirectly conducive to these objects, and to contribute or otherwise assist or take part in the construction, maintenance, development, working, control and management thereof.
- (D) To lend or otherwise invest money, either with or without security, and generally to such persons and upon such terms and conditions as the Company may think fit, and in particular to persons undertaking to build on or improve any property in which the Company is interested and to tenants, builders and contractors.
- (b) by inserting in Clause 3 thereof after paragraph (K) the following new paragraph to be numbered (KK)

(KK) To guarantee either by personal covenant or by mortgaging or charging all or any part of the undertaking, property and assets, present and future, and uncalled capital of the Company, or by both such methods, the performance of the obligations and the payment of the capital or principal (together with any premium) of, and dividends or interest on, any stocks shares, debentures or securities of any corporation, firm or person, and in particular (but without limiting the generality of the foregoing) of any company which is for the time being the Company's holding company, as defined by Section 154 of the Companies Act, 1948, or another subsidiary, as defined by the said Section, of the Company's holding company, or otherwise associated with the Company in business.


S.F. Pickstock,
Secretary.