

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 1067361

The Registrar of Companies for England and Wales hereby certifies that
BERNARD MASTER-FREEZE LIMITED

having by special resolution changed its name, is now incorporated
under the name of
UNITED BISCUITS GROUP LIMITED

Given at Companies House, Cardiff, the 14th August 1996



C01067361D


A. F. FLETCHER

For the Registrar of Companies



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

HC006B

76039 /ATR



COMPANY NUMBER: 1067361

COMPANY NAME: BERNARD MASTER-FREEZE LIMITED

WRITTEN RESOLUTIONS PURSUANT TO SECTION 381A OF THE COMPANIES ACT 1985 (INSERTED BY SECTION 113 COMPANIES ACT 1989)

DATED: 5/8/96

SPECIAL RESOLUTION

RESOLVED:

That the name of the Company be altered to:-

UNITED BISCUITS GROUP LIMITED

We, the undersigned, being all the members of the above Company, for the time being entitled to receive notice of, attend and vote at General Meetings, hereby unanimously pass the above Resolution and agree that the said Resolution shall for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

A. D. Frew
For and on behalf of
United Biscuits (Holdings) plc

A. G. Clark
For and on behalf of
United Biscuits
(Properties) Limited

