

FILE COPY



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 1704109

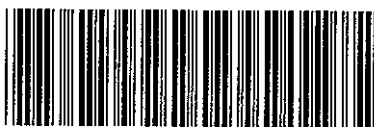
The Registrar of Companies for England and Wales hereby certifies that  
MOORCROFT FINANCIAL SERVICES LIMITED

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

Given at Companies House, Cardiff, the 23rd February 1996

*E. P. Owen*  
MRS. E. P. OWEN

For the Registrar of Companies



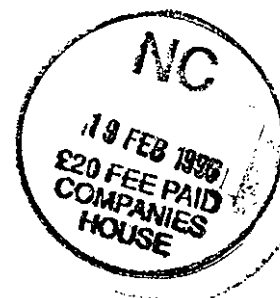
\*C01704109M\*



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

HC006B

Number of Company: 01704109



THE COMPANIES ACT 1985 TO 1989

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF


MOORCROFT FINANCIAL SERVICES LIMITED

Passed this 5<sup>TH</sup> day of FEBRUARY 1996

At an EXTRAORDINARY GENERAL MEETING of the Company, duly convened,  
and held at MOORCROFT HOUSE, NO. 2, Spring Gardens, Stockport on the 5<sup>TH</sup> day of  
FEBRUARY 1996 at 10 am/p.m. the following special resolution was duly  
passed:-

That the name of the Company be changed to

MOORCROFT GROUP LIMITED

  
.....  
Chairman

