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CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

Company No. 1752250

The Registrar of Companies for England and Wales hereby certifies that SFPC LIMITED

having by special resolution changed its name, is now incorporated under the name of MAYBORN FLORISTS SUNDRIES LIMITED

Given at Companies House, Cardiff, the 25th October 1999



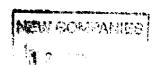
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Company number: 1752250



THE COMPANIES ACTS 1985 TO 1989

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF

SFPC LIMITED

Dated this 4 TH day of september 1999

I the undersigned being the duly authorised representative of Mayborn Group plc the sole member of the company who, at the date of this resolution would be entitled to attend and vote at general meetings of the company, HEREBY PASS the following resolution as a special resolution and agree that the said resolution shall, for all purposes be as valid and effective as if the same had been passed by us all at a general meeting of the company duly convened and held

SPECIAL RESOLUTION

That the name of the company be changed to

MAYBORN FLORISTS SUNDRIES LIMITED

Duly authorised representative of MAYBORN GROUP PLC

Sole member of the company

MHart

COMPANIES HOUSE 19/10/29