

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 1786682

The Registrar of Companies for England and Wales hereby certifies that
WOODWARD FROZEN FOODS (RHYL) LIMITED

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

Given at Companies House, Cardiff, the 21st July 1997



C01786682K


A. F. FLETCHER

For the Registrar of Companies



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

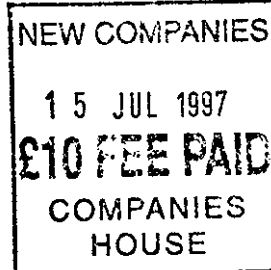
HC006B

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special resolution(s)

J378(2)

name of company



Company Number

1786682

WOODWARD FROZEN FOODS (RHYL)

Limited

At an Extraordinary General Meeting of the members of the above-named company, duly convened and held at SECOND AVENUE, DEESIDE INDUSTRIAL PARK, DEESIDE, FLINTSHIRE, CH5 2NW

on the TENTH day of JULY 19 97

the following SPECIAL RESOLUTION(S) was/~~were~~ duly passed:-

THAT THE NAME OF THE COMPANY BE CHANGED TO

WOODWARD FOODSERVICE LIMITED

WITH EFFECT FROM THE SECOND DAY OF AUGUST 1997



SIGNED

[Signature]
COMPANY SECRETARY

NOTES:

- (1) This copy Resolution may be continued on the reverse side of this form if necessary and it should be signed by the Chairman of the Meeting OR by a Director OR by the Secretary of the Company whose position should be stated under his name.
- (2) This copy Resolution is required to be filed with the registrar of companies within 15 DAYS after it has been passed and can be sent to Jordan & Sons Ltd. for that purpose.