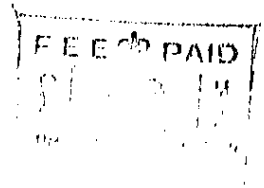


No: 1833385

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION



of

ALFRED MCALPINE RETIREMENT HOMES (NORWOOD) LIMITED
(passed on 24th October, 1988)

At an EXTRAORDINARY GENERAL MEETING of the Company duly convened and held at 66 Cannon Street, London EC4N 5AG on 24th October, 1988 the following resolution was duly passed as a special resolution of the Company:-

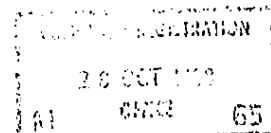
That the name of the Company be changed to
ANGLIA SECURE HOMES (NORWOOD) LIMITED

Chairman

Presented by:
Marriott Harrison Bloom & Norris
34 Bedford Row
London WC1R 4JH

Royal
Sec 680 x 2
L 32105

Ref: PSB



FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 1833385

I hereby certify that

ALFRED MCALPINE RETIREMENT HOMES
(NORWOOD) LIMITED

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

ANGLIA SECURE HOMES (NORWOOD) LIMITED

Given under my hand at the Companies Registration Office,
Cardiff the 9 NOVEMBER 1988

A handwritten signature in cursive script, appearing to read 'B.M. Jones', enclosed within a simple rectangular box.

Mrs. B.M. JONES

an authorised officer