

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 1861142

I hereby certify that

COCA-COLA GREAT BRITAIN LIMITED

having by special resolution changed its name,

is now incorporated under the name of

COCA-COLA INTERNATIONAL SALES LIMITED

Given under my hand at the Companies Registration Office,

Cardiff the 1 JANUARY 1994


P. BEVAN

an authorised officer

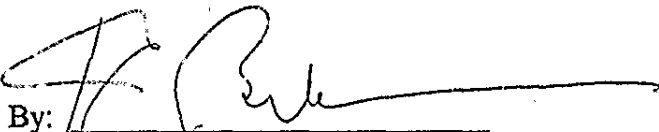
WRITTEN RESOLUTION OF THE SOLE MEMBER
OF
COCA-COLA GREAT BRITAIN LIMITED



1861142

The undersigned being the sole member of Coca-Cola Great Britain Limited HEREBY
RESOLVES that the name of the Company be changed to COCA-COLA
INTERNATIONAL SALES LIMITED with effect from the 1st day of January 1994.

For and on behalf of
COCA-COLA HOLDINGS (UNITED KINGDOM) LIMITED

By: 
Authorised Representative

Date: 16 - Dec. 1993