FILE COPY



ON CHANGE OF NAME

Company No. 1969735

The Registrar of Companies for England and Wales hereby certifies that

TC GROUP PLC

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

Care First Group plc

Given at Companies House, London, the 29th April 1997

C01969735S

MISS S. BASHAR
For The Registrar Of Companies

S. Bashar



Company Number: 1969735

The Companies Act 1985



PUBLIC COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

TC GROUP PLC

Passed on 29th April 1997

At the ANNUAL GENERAL MEETING of the above named Company duly convened and held at Telford Moat House, Telford TF3 4NA at 12.30 p.m. on 29th April 1997 the following Resolution was duly passed as a Special Resolution:

SPECIAL RESOLUTION

THAT the name of the Company be changed from "TC Group plc" to "Care First Group plc".

D & D LAW AGENCY SERVICES LTD 96/99 TEMPLE CHAMBERS TEMPLE AVENUE

LONDON EC4Y One

TELEPHONE: (0171) 50. (6)

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