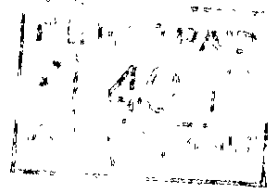


Company No: 1971312

MEMORANDUM OF ASSOCIATION (INSERT)

SPECIAL RESOLUTION IN WRITING OF MEMBERS  
("NEW" TABLE 'A')

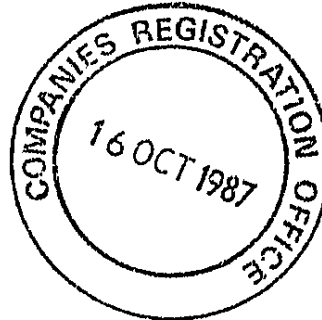


THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF



THE CANARY WHARF DEVELOPMENT CO. LIMITED

Pursuant to Regulation 53 of Table A in the Schedule to the Companies (Tables A-F) Regulations 1985 (which forms part of the Articles of Association of the Company) we being all the Members of the Company for the time being entitled to receive notice of and to attend and vote at General Meetings of the Company HEREBY RESOLVE the following as a Special Resolution of the Company:-

SPECIAL RESOLUTION

THAT the name of the Company be changed to: OLYMPIA & YORK CANARY WHARF LIMITED

.....*D. Wate*.....  
Signed by  
authorised signatory  
for and on behalf of  
Legibus Nominees Limited

.....*AS/2/6*.....  
Signed by  
authorised signatory  
for and on behalf of  
O & Y Canary Wharf Holdings  
Limited  
6th October 1987



*mid. 640 -*

FILE COPY



CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME

No. 1971312

I hereby certify that

THE CANARY WHARF DEVELOPMENT CO. LIMITED

having by special resolution changed its name,

is now incorporated under the name of

OLYMPIA & YORK CANARY WHARF LIMITED

Given under my hand at the Companies Registration Office,  
Cardiff the 27 OCTOBER 1987

A handwritten signature in dark ink, appearing to read 'D. M. Wilkie'.

D. M. WILKIE

an authorised officer