

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2079932

The Registrar of Companies for England and Wales hereby certifies that
BUPA COUNTRY HOUSE LIMITED

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

BUPA NURSING HOMES LIMITED

Given at Companies House, London, the 23rd May 1996



C02079932M

S. Bashar
MISS S. BASHAR

For The Registrar Of Companies



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

Company Number 2079932

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION OF

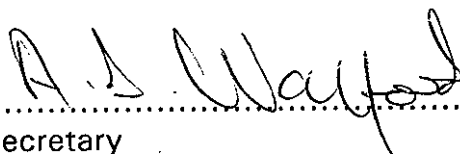
BUPA COUNTRY HOUSE LIMITED

Passed on 22nd May 1996

At an Extraordinary General Meeting of BUPA Country House Limited duly convened and held at Provident House, 24-27 Essex Street, London WC2R 3AX on 22nd May 1996, the following Resolution was passed as a SPECIAL RESOLUTION:-

Change of Company's Name

"THAT the name of the Company be changed to BUPA Nursing Homes Limited."


.....
Secretary



N/C - £400 - 2/2
MB 100207
S/DAY.