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CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

Company No. 2269493

The Registrar of Companies for England and Wales hereby certifies that

LLOYDS LEASING MEADOWHALL DEVELOPMENT LIMITED

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

BL MEADOWHALL NO 1 LIMITED

Given at Companies House, London, the 12th April 2000

C02269493B

N. Richards.

For The Registrar Of Companies



Company number: 2269493



THE COMPANIES ACTS 1985/89

LLOYDS LEASING MEADOWHALL DEVELOPMENT LIMITED

SOLE MEMBER'S DECISION PURSUANT TO SECTION 382B COMPANIES ACT 1985

The following is a written record pursuant to section 382B of the Act of decision of the sole member of the Company to pass special resolutions which has effect as if agreed by the Company in general meeting:

SPECIAL RESOLUTIONS

1. THAT the name of the Company be changed to:

BL MEADOWHALL NO 1 LIMITED

2. THAT the Company's articles of association be deleted and there be substituted therefor the new articles of association set out in the document marked "A" attached to this decision.

Sole Member: Match and

for and on behalf of Lloyds TSB Leasing Limited Date 29th February

2000

NIC 12 (00)

Ljb/Meadowhall/docs/008resolutions

SIDAT