

Company Number : 2313748

THE COMPANIES ACT 1985

(Copy)

SPECIAL RESOLUTION

OF

MINDING LIMITED

At an EXTRAORDINARY GENERAL MEETING of the above-named Company duly convened, and held on the 10th day of January 1989 the following SPECIAL RESOLUTION was duly passed :-

That the name of the Company be changed to

PENFOLDS WINES (UK) LIMITED

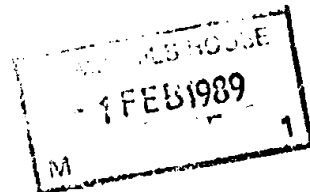
13/2/89/200



ROY C. KEEN
CHAIRMAN



Cltova - 44044 4172470



Presented By : THE LONDON LAW AGENCY LIMITED
TEMPLE CHAMBERS, TEMPLE AVE, LONDON EC4Y 0HP

Our Ref : 4768

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 2313748

I hereby certify that

MINDING LIMITED

having by special resolution changed its name,

is now incorporated under the name of

PENFOLDS WINES (UK) LIMITED

Given under my hand at the Companies Registration Office,

Cardiff the 13 FEBRUARY 1989

A handwritten signature in dark ink, appearing to read 'D. James', with the name 'D. JAMES' printed in small capital letters below it.

an authorised officer