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**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2388957

The Registrar of Companies for England and Wales hereby certifies that
ROBERT FLEMING OVERSEAS (NUMBER1) LIMITED

having by special resolution changed its name, is now incorporated
under the name of
CANARY WHARF INVESTMENTS (FOUR) LIMITED

Given at Companies House, Cardiff, the 19th April 1995



C02388957I

M. Lewis
M. LEWIS

For the Registrar of Companies



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

18 - 04 - 95

PRINT OF RESOLUTION FOR FILING AT COMPANIES HOUSE

No: 2388957

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES



ROBERT FLEMING OVERSEAS (NUMBER 1) LIMITED

At an Extraordinary General Meeting of Robert Fleming Overseas (Number 1) Limited duly convened and held on 30 March 1995 the following Resolutions were passed as Special Resolutions.

SPECIAL RESOLUTIONS

1. THAT the name of the Company be and it is hereby changed to CANARY WHARF INVESTMENTS (FOUR) LIMITED.
2. THAT Clause 3 of the Memorandum of Association of the Company be and it is hereby deleted and that a new Clause 3 in the form contained in the draft Memorandum of Association attached to this Resolution and initialled by the Chairman for the purposes of identification be and it is hereby adopted in substitution therefor.
3. THAT the transactions contemplated by the Deed of Accession and New Debenture be approved.


.....
CHAIRMAN