

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2446636

The Registrar of Companies for England and Wales hereby certifies that
STANHOPE INVESTMENT (3) LIMITED

having by special resolution changed its name, is now incorporated
under the name of
BL (SP) INVESTMENT (3) LIMITED

Given at Companies House, Cardiff, the 24th April 1995



C02446636N

A handwritten signature in ink, with a circular stamp below it containing the word "REGISTERED".

For the Registrar of Companies



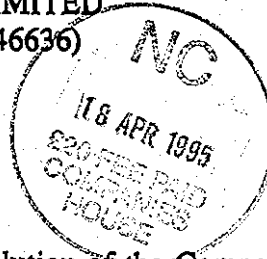
C O M P A N I E S H O U S E

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STANHOPE INVESTMENT (3) LIMITED
(Registered in England - No. 02446636)

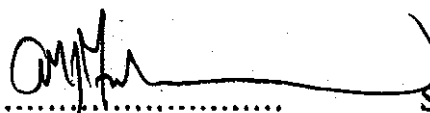
WRITTEN RESOLUTION



The following is hereby passed as a Written Resolution of the Company:

THAT the name of the Company be changed to "BL (SP) Investment (3) Limited".

Signed by, or by their duly authorised representatives on behalf of, all the members of the Company :

Signature: 
Name: C.M.J. Forshaw
Duly authorised
for and on behalf of
STANHOPE PROPERTIES PLC

Signature: 
Name: D. Franks

Date of Signature: 27. March 1995

Date of Signature: 24. March 1995

