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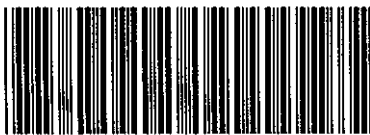
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2632558

The Registrar of Companies for England and Wales hereby certifies that
THE WENTWORTH GOLF AND TENNIS SCHOLARSHIPS

having by special resolution changed its name, is now incorporated
under the name of
WENTWORTH GOLF AND TENNIS FOUNDATION

Given at Companies House, Cardiff, the 23rd September 1997



C02632558M

A handwritten signature in cursive script, reading 'S. Morgan'.

S. MORGAN (MRS)

For the Registrar of Companies



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

HC006B

2632558
SS222/ATR



Minutes of an Extraordinary General Meeting of the
Members of

SCHOLARSHIP

THE WENTWORTH GOLF AND TENNIS

(LIMITED BY GUARANTEE)

Held at: Wentworth Drive
Virginia Water
Surrey
GU25 4LS

Held on: 27 May 1997

Notice:

All members being present or having agreed to the
meeting being held, it was unanimously resolved to
waive the statutory notice of the meeting.

Special Resolution:

SPECIAL RESOLUTION

It was resolved that the company name be changed to:

WENTWORTH GOLF AND TENNIS FOUNDATION

That with the consent of the Department of Trade the
company name be changed to:

WENTWORTH GOLF AND TENNIS FOUNDATION

Conclusion:

The meeting then terminated.

Chairman:

