

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2721728

The Registrar of Companies for England and Wales hereby certifies that
LEGO PARK OPERATION U.K. LIMITED

having by special resolution changed its name, is now incorporated
under the name of
LEGOLAND WINDSOR PARK LIMITED

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

A handwritten signature in dark ink, appearing to read 'L. Parry'.

MRS. L. PARRY



C02721728I

For the Registrar of Companies



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

HC006B

Company No. 2721728

THE COMPANIES ACTS 1985 AND 1989



COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION IN WRITING

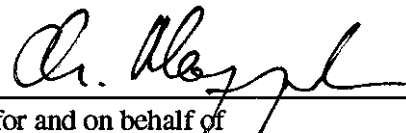
of

LEGO Park Operation U.K. Limited

Pursuant to S381A(6) of the Companies Act 1985, we, being the sole member of the Company who would, at the date of this resolution, have been entitled to vote upon it as if it had been proposed at a general meeting at which we were present, pass the following resolution as a special resolution.

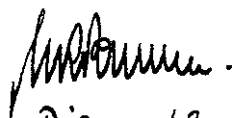
SPECIAL RESOLUTION

1. THAT the name of the Company be changed to LEGOLAND Windsor Park Limited.


for and on behalf of
LEGO Park Holding U.K. Limited

6-7-95
Dated

CERTIFIED A TRUE COPY


Director/Secretary.

