

**FILE COPY**



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 2826318

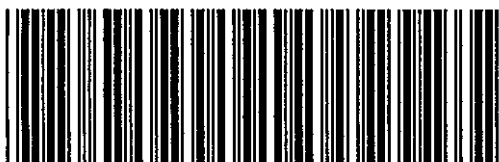
The Registrar of Companies for England and Wales hereby certifies that

FRESHQUEST LIMITED

having by special resolution changed its name, is now incorporated  
under the name of

BWD PENSION TRUSTEE COMPANY LIMITED

Given at Leeds, the 26th April 1996



\*C02826318P\*

A handwritten signature in black ink, appearing to read 'Maxine Hamer'.

**MAXINE HAMER**

For The Registrar Of Companies



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

**THE COMPANIES ACTS 1985 and 1989  
COMPANY LIMITED BY SHARES  
SPECIAL AND ELECTIVE RESOLUTIONS**

- of -

**FRESHQUEST LIMITED**

At an Extraordinary General Meeting of the Company duly convened and held at Woodsome House, Woodsome Park, Fenay Bridge, Huddersfield H8 ~~91A~~ <sup>036</sup> on the ~~24~~<sup>25</sup> day of ~~APRIL~~<sup>APRIL</sup> 1996 the following resolutions numbered 1, 2 and 3 were duly passed as special resolutions and the resolutions numbered 4, 5 and 6 as elective resolutions of the Company:-

**SPECIAL RESOLUTIONS**

1. **THAT** the name of the Company be changed to **BWD Pension Trustee Company Limited**
2. **THAT** the document attached to these resolutions marked 'A' and signed by the Chairman for the purposes of identification be adopted as the Memorandum of Association of the Company in substitution for and to the exclusion of the entire current Memorandum of Association.
3. **THAT** the regulations contained in the document attached to these resolutions marked 'B' and signed by the Chairman for the purposes of identification be adopted as the new Articles of Association of the Company in substitution for and to the exclusion of the entire current Articles of Association.

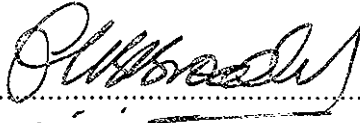
**ELECTIVE RESOLUTIONS**

4. **THAT** pursuant to section 379A, and for the purposes of section 366A of the Companies Act 1985 (as amended) the Company hereby elects to dispense with the holding of annual general meetings.
5. **THAT** pursuant to section 379A, and for the purposes of section 252 of the Companies Act 1985 (as amended) the Company hereby elects to dispense with the laying of accounts and reports before the Company in general meeting.

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6. THAT pursuant to section 379A, and for the purposes of section 386 of the Companies Act 1985 (as amended) the Company hereby elects to dispense with the annual appointment of auditors.



Chairman

Dated the 24<sup>th</sup> day of APRIL 1996