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**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2925214

The Registrar of Companies for England and Wales hereby certifies that
CURSITOR (ONE HUNDRED AND TWENTY-EIGHT) LIMITED

having by special resolution changed its name, is now incorporated
under the name of
STAINES FOOTBALL STADIUM DEVELOPMENTS LIMITED

Given at Companies House, Cardiff, the 5th July 1994

M. Lewis
M. LEWIS

For the Registrar of Companies



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

HC006B

- A4 5.198 -

Company No. 2925214

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTIONS

of

CURSITOR (ONE HUNDRED AND TWENTY-EIGHT) LIMITED



At an EXTRAORDINARY GENERAL MEETING of the Company held at 2/3
Cursitor Street London EC4A 1NE on the 23 day of June 1994
the following Resolutions were passed as Special Resolutions.

SPECIAL RESOLUTIONS

1. THAT: the name of the Company be changed to STAINES
FOOTBALL STADIUM DEVELOPMENTS LIMITED.
2. THAT: the Memorandum of Association of the Company be
altered with respect to its objects by the adoption of a
new Clause 3[A] in the form of the draft annexed hereto
and initialled by the Chairman for the purpose of
identification in substitution for and to the exclusion of
existing Clause 3[A].
3. THAT: the Articles of Association of the Company be
altered by the deletion of Article 22 and the substitution
of the following Article:-

Article 22

Unless and until determined by the Company in General
Meeting the number of the directors shall not be less than
one nor more than eight. The first directors of the
Company will be the person or persons named in the
Statement delivered to the Registrar of Companies in
accordance with Section 10 of the Companies Act 1985.

S. Rudell
.....
Chairman

Ground Floor,
2-3 Cursitor St,