

FILE COPY



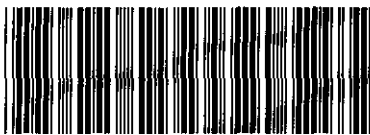
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3011757

The Registrar of Companies for England and Wales hereby certifies that
GEHE UK PLC

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

Given at Companies House, Cardiff, the 25th April 2003



C03011757O



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

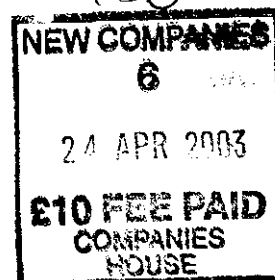


Companies House
— for the record —

HC006B

Company Number: 3011757

THE COMPANIES ACT 1985
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
GEHE UK PLC

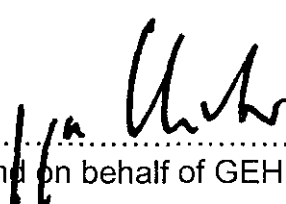
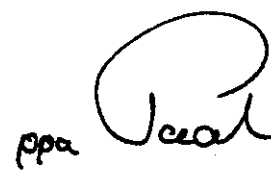


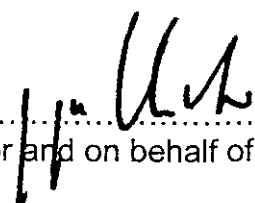
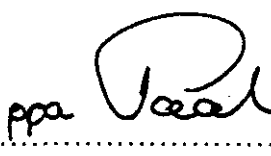
Pursuant to section 381A Companies Act 1985, we, the undersigned, being all the members of the Company for the time being entitled to receive notice of and to attend and vote at general meetings of the Company hereby pass the following resolution and agree that the said resolution shall for all purposes be as valid and effective as if passed as a special resolution at a general meeting of the company duly convened and held:

SPECIAL RESOLUTION

That the name of the Company be changed to **Admenta UK plc.**

Dated April 14, 2003

 
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For and on behalf of GEHE Pharma Handel GmbH

 
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For and on behalf of GEHE AG

