

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3014160

The Registrar of Companies for England and Wales hereby certifies that

GOLDSBOROUGH EAST SURREY LIMITED

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

BUPA REDWOOD HOSPITAL LIMITED

Given at Companies House, London, the 10th June 2002



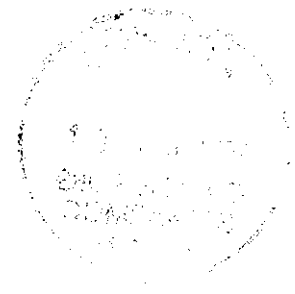
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For The Registrar Of Companies



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



THE COMPANIES ACTS 1985 AND 1989

COMPANY NUMBER: 3014160

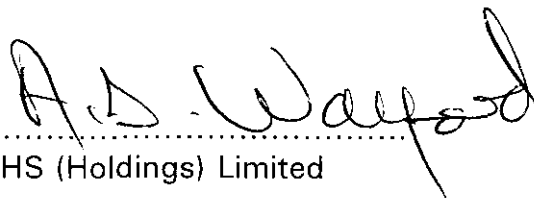
**WRITTEN RESOLUTION OF THE SOLE SHAREHOLDER OF
GOLDSBOROUGH EAST SURREY LIMITED**

We, the undersigned, being the sole Member for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings HEREBY PASS the following Resolution as a Special Resolution and agree that the said Resolutions pursuant to Section 381A of the Companies Act 1985 (as amended) shall for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

SPECIAL RESOLUTION

THAT the name of the Company be changed from "Goldsborough East Surrey Limited" to "BUPA Redwood Hospital Limited".

Dated 10th June 2002


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BHS (Holdings) Limited