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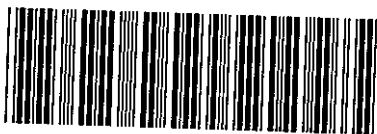
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3048753

The Registrar of Companies for England and Wales hereby certifies that
FOCALPRO LIMITED

having by special resolution changed its name, is now incorporated
under the name of
OAKLAND FAIRFAX FURNITURE LIMITED

Given at Companies House, Cardiff, the 23rd May 1995



C03048753M

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

MRS. L. PARRY

For the Registrar of Companies



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

THE COMPANIES ACT 1985
COMPANY NUMBER: 3048753



SPECIAL RESOLUTION OF FOCALPRO LIMITED

I, the undersigned, being the duly authorised representative of the sole member for the time being of the above-name Company **HEREBY PASS** the following resolution as a Special Resolution and agree that the said resolution, shall pursuant to Clause 53 in Table A (which Clause is embodied in the Articles of Association of the Company), 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.

It is resolved:

THAT THE NAME OF THE COMPANY BE CHANGED TO OAKLAND FAIRFAX FURNITURE LIMITED

Dated 5.5.95

..... for and on behalf of Moorfield Holdings Limited



A27 *AM96NBGP* 91
COMPANIES HOUSE 17/05/95