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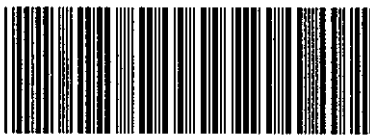
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3094756

The Registrar of Companies for England and Wales hereby certifies that
MAWLAW 279 LIMITED

having by special resolution changed its name, is now incorporated
under the name of
LITTLE BURTON DEVELOPMENT COMPANY LIMITED

Given at Companies House, Cardiff, the 20th September 1996



C03094756J

E. P. Owen
MRS. E. P. OWEN

For the Registrar of Companies



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

HC006B

Company No. 3094756



THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES



SPECIAL RESOLUTIONS

of

MAWLAW 279 LIMITED

Passed on 5 September 1996

At an Extraordinary General Meeting of the members of the Company duly convened and held
at *11 Bank Street Ashford Kent* on 5 September 1996
the following resolutions were duly passed as Special Resolutions:

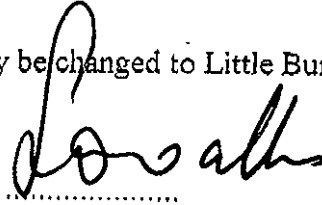
SPECIAL RESOLUTIONS

1. THAT:

- (a) the directors of the Company be and they are hereby empowered pursuant to Section 95(1) Companies Act 1985 to allot equity securities (as defined in Section 94(2) of that Act) pursuant to the authority conferred by the Ordinary Resolution already passed at this meeting as if Section 89(1) of that Act did not apply to the allotment, provided that this power shall expire on the fifth anniversary of the date of the passing of this resolution; and
- (b) the Company may at any time prior to the expiration of such power make an offer or agreement which would or might require equity securities to be allotted pursuant thereto after such expiration and the directors may allot equity

securities in pursuance of such offer or agreement as if the power conferred hereby had not expired.

2. THAT the regulations contained in the printed document of which a copy has been produced to this meeting and initialled by the Chairman of the meeting for the purpose of identification be and they are hereby adopted as the Articles of Association of the Company in substitution for and to the exclusion of its existing Articles of Association.
3. THAT the name of the Company be changed to Little Burton Development ^{Company} Limited.



Chairman