

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3116705

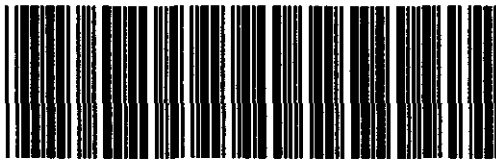
The Registrar of Companies for England and Wales hereby certifies that

GARDNER MERCHANT MANAGEMENT SERVICES (UK) LIMITED

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

SODEXHO MANAGEMENT SERVICES LIMITED

Given at Companies House, London, the 22nd February 2000



C03116705L

A.J. Harness
A J HARNESS

For The Registrar Of Companies



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

Number of Company: 3116705



THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION

of

GARDNER MERCHANT MANAGEMENT SERVICES (UK) LIMITED

Passed 10 February 2000

The above named Company, on the 10th day of February 2000, passed the following Resolution as a Special Resolution:-

Special Resolution

1. "THAT with effect from commencement of business on 22 February 2000 the Name of the Company be changed to SODEXHO MANAGEMENT SERVICES LIMITED."

for and behalf of Gardner Merchant Management Services (UK) Limited

Secretary

N.C. £100
H.S.B.C. 018697
S. DAY

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