

FILE COPY



CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME
AND RE-REGISTRATION OF A PRIVATE COMPANY
AS A PUBLIC COMPANY

Company No. 3120091

The Registrar of Companies for England and Wales hereby certifies that
BCH (HOLDINGS) LIMITED

formerly registered as a private company having changed its name and
having this day been re-registered under the Companies Act 1985 as a
public limited company is now incorporated under the name of

BCH Group plc

and that the company is limited.

Given at Companies House, London, the 14th October 1997

A handwritten signature in black ink, appearing to read 'L. Barnes'.

MRS. L. BARNES
For The Registrar Of Companies



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