

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3154438

The Registrar of Companies for England and Wales hereby certifies that
BIDEAWHILE 237 LIMITED

having by special resolution changed its name, is now incorporated
under the name of
OAKSMERE REFRIGERATION DESIGN & CONSULTANCY LIMITED

Given at Companies House, Cardiff, the 4th July 1996



C031544383


A. F. FLETCHER

For the Registrar of Companies



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

HC006B

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

BIDEAWHILE 237 LIMITED
("the Company")



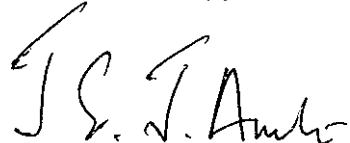
Passed on 26th June 1996

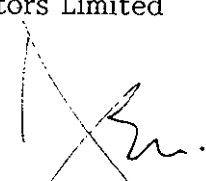
We, the undersigned, being the duly authorised representatives of the only two Members for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings of the Company HEREBY PASS the following resolution as a Written Resolutions with the intention that the said resolution shall, pursuant to Clause 53 of 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.

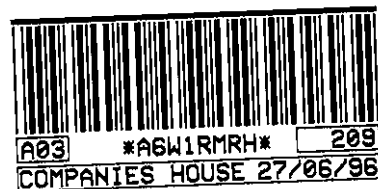
SPECIAL RESOLUTION

1. That the name of the Company be changed to "OAKSMERE REFRIGERATION DESIGN & CONSULTANCY LIMITED".

Dated: 26 June 1996


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For and on behalf of Birketts
Directors Limited


.....
For and on behalf of Birketts
Secretaries Limited



{TAW/PH/Bid237RES}