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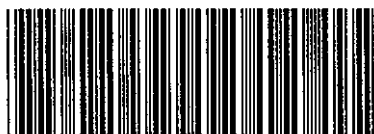
**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 3189363

The Registrar of Companies for England and Wales hereby certifies that  
PRIORY HOSPITALS HOLDINGS LIMITED

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

Given at Companies House, Cardiff, the 14th August 1997



\*C03189363D\*

A handwritten signature in black ink, appearing to read 'G A Brenton'.

G A BRENTON

For the Registrar of Companies



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

HC006B

At 14/08.  
Company No: 3189363

The Companies Act 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

PRIORY HOSPITALS HOLDINGS LIMITED

Passed 6 August 1997

At an Extraordinary General Meeting of the Company duly convened and held on 1997 the following resolution was duly passed as a Special Resolution:

SPECIAL RESOLUTION

That the name of the Company be changed to "Priory Healthcare Limited".

  
Chairman of the Meeting

