

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3197756

The Registrar of Companies for England and Wales hereby certifies that
LOFTUS ROAD PLC

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

Given at Companies House, Cardiff, the 16th May 2003



C03197756F



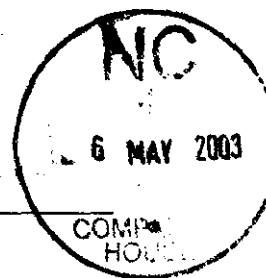
THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

SPECIAL RESOLUTION ON CHANGE OF NAME
COMPANIES ACTS



COMPANY NUMBER 3197756

COMPANY NAME Loftus Road plc

At an ~~Extraordinary General~~ * / Annual General* / ~~General~~ * Meeting of the members of the above named company, duly convened and held at:

Bush Hall, 310 Uxbridge Road, London W12 7LS

on the 1ST day of MAY 18 2003

The following Special Resolution was duly passed:

That the name of the Company be changed to:

NEW NAME QPR Holdings plc

Signature: *Paul English*

Chairman, Director, Secretary or Officer of the Company

Notes:

* Please delete as appropriate.

NB. The copy Resolution must be filed with the Registrar of Companies within 15 days after the passing of the Resolution. Please insert name and address to which the certificate is to be sent:

PAUL ENGLISH
LOFTUS ROAD STADIUM
SOUTH AFRICA ROAD
LONDON
W12 7PA

