

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3209169

The Registrar of Companies for England and Wales hereby certifies that
HEALTH CARE PROJECTS HOLDINGS LIMITED

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

Given at Companies House, Cardiff, the 1st May 2002



C032091690



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

002247/10

COMPANIES ACT
WRITTEN RESOLUTION
OF

NAME OF EXISTING COMPANY: HEALTH CARE PROJECTS HOLDINGS LIMITED

COMPANY NUMBER: 3209169

We the undersigned, being all the members of the above company, for the time being entitled to receive notice of, attend and vote at General Meetings, hereby unanimously pass the following resolution and agree that the said resolution shall 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.

It is resolved that the name of the company be changed to:

HCP HOLDINGS LIMITED

Dated this 26th day of APRIL 20 02

Signed

[Signature]
[Signature]
[Signature]

Please insert name and address to which the certificate is to be sent:

Mr R S West
Company Secretary
HCP Holdings Limited
3 White Oak Square
Swanley
Kent
BR8 7AG

