

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3221116

The Registrar of Companies for England and Wales hereby certifies that

GROSVENOR INTERNATIONAL ESTATES PROPERTIES LIMITED

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

DEVA GROUP LIMITED

Given at Companies House, London, the 12th October 1999



C03221116B

A. J. Harness
A J HARNESS

For The Registrar Of Companies



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

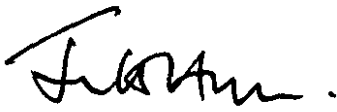
Company Number: 3221116



GROSVENOR INTERNATIONAL ESTATE PROPERTIES LIMITED

**WRITTEN RESOLUTION OF THE SHAREHOLDERS OF THE COMPANY
PURSUANT TO ARTICLE 53 OF THE ARTICLES OF ASSOCIATION**

The undersigned, being all of the shareholders of the Company entitled to attend and vote at a general meeting of the Company, HEREBY RESOLVE pursuant to Article 53 of the Articles of Association that the name of the Company be changed to Deva Group Limited.

X  X

For and on behalf of Grosvenor Estate Holdings

Dated 12 October 1999.

N.C. £100
N.W. 029949
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