

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3322659

The Registrar of Companies for England and Wales hereby certifies that
INTERCEDE 1228 LIMITED

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

Given at Companies House, Cardiff, the 9th April 1997



C033226598

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

Registered Number: 3322659

THE COMPANIES ACTS

INTERCEDE 1228 LIMITED



PRIVATE COMPANY LIMITED BY SHARES

SOLE MEMBER'S DECISION
PURSUANT TO SECTION 382B
COMPANIES ACT 1985 (the "Act")

The following is a written record pursuant to section 382B of the Act of a decision of the sole member of the Company which has effect as if agreed by the Company in general meeting:-

DECISION

That the name of the Company be changed to Charterhouse Therapeutics Limited

Sole Member

Du An.

Date 1st April 1997.

as authorised representative for
Mitre House Nominees Limited

D2397.BSR

Mitre House,
160 Aldersgate St
London,
EC1A 4DD.

