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CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

Company No. 3326152

The Registrar of Companies for England and Wales hereby certifies that **HEALTH CARE FIRST LIMITED**

having by special resolution changed its name, is now incorporated under the name of Carefirst HealthCare Services Limited

Given at Companies House, Cardiff, the 12th March 1997

C03326152B

A. F. FLETCHER

For the Registrar of Companies







No. of Company: 3326152

THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

-OF-

HEALTH CARE FIRST LIMITED

PASSED the 28th February 1997

AT an EXTRAORDINARY GENERAL MEETING of the above-named Company duly convened and held at the Registered Office the Company on the 28th February 1997 following SPECIAL RESOLUTION was duly passed:-

RESOLUTION

"That with the consent of the Department of Trade the Name of the Company be changed to:-

Carefirst HealthCare Services Limited

D & D LAW AGENCY SERVICES LTD 96/99 TEMPLE CHAMBERS TEMPLE AVENUE LONDON EC4Y OHP TELEPHONE: (0171) 583 6161

LDE 356 LONDON/CHANCERY LANE