

# FILE COPY



## CERTIFICATE OF INCORPORATION ON RE-REGISTRATION OF PRIVATE COMPANY AS A PUBLIC COMPANY

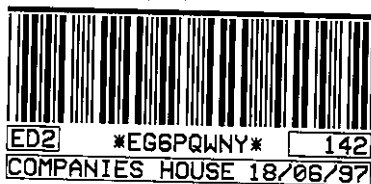
Company No. 3372127

The Registrar of Companies for England and Wales hereby certifies that

LANDROUND PLC

formerly registered as a private company has this day been re-registered under the Companies Act 1985 as a public company and that the company is limited.

Given at Manchester, the 18th June 1997



*F. Grackin*

For The Registrar Of Companies



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