

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3398022

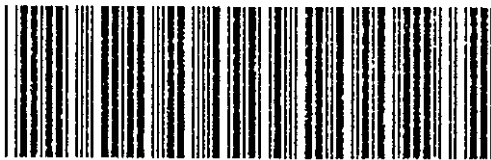
The Registrar of Companies for England and Wales hereby certifies that

FRESHNAME NO. 223 LIMITED

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

SCHOULZ & FRIENDS LONDON LIMITED

Given at Companies House, Cardiff, the 23rd September 1997



C03398022M


S. MORGAN (MRS)

For The Registrar Of Companies



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

CON 95256

Number of Company: 3398022

The Companies Act 1985

COMPANY LIMITED BY SHARES



SPECIAL RESOLUTION
(pursuant to Section 378 of the Companies Act 1985)

OF

FRESHNAME NO.223 LIMITED

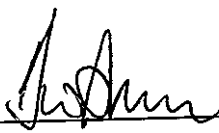
BY RESOLUTION IN WRITING

on 10 day of September 1997, the subjoined **SPECIAL RESOLUTION** was duly passed viz:

RESOLUTION

1. **THAT** the name of the Company be changed to:

SCHOULZ & FRIENDS LONDON LIMITED

Signature:  To be signed by the
Chairman, a Director or the
Secretary of the Company.

