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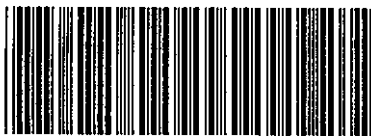
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3429499

The Registrar of Companies for England and Wales hereby certifies that
LEND LEASE NH LIMITED

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

Given at Companies House, Cardiff, the 30th June 1999



C03429499T



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



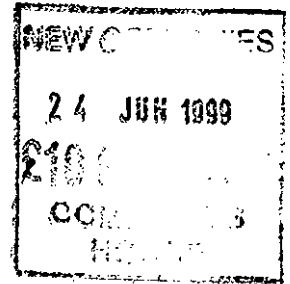
C O M P A N I E S H O U S E

HC006B

073315

Company No: 3429499

LEND LEASE NH LIMITED



The Companies Act 1985

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

Passed 18th June 1999

The undersigned, as an authorised signatory of the Sole Member of the above-named Company for the time being entitled to receive notice of and to attend and vote at General Meetings hereby RESOLVES as follows:

RESOLUTION

THAT the Company's name be changed to "LLNH Limited"

For and on behalf of
NHP Plc

