

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3532755

The Registrar of Companies for England and Wales hereby certifies that
WESTBURY (EASTBOURNE) LIMITED

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

BARLOWS EASTBOURNE LIMITED

Given at Companies House, London, the 23rd December 2003



C03532755M



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

Company No. 3532755

THE COMPANIES ACTS 1985 AND 1989
COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

WESTBURY (EASTBOURNE) LIMITED

On *22 December 2003* the following written resolution was duly passed pursuant to regulation 53 of Table A which forms part of the articles of association of the Company.

- 1 That the 50 issued "A" Ordinary Shares of £1 each in the capital of the Company registered in the name of Barlows Eastbourne Holdings Limited be redesignated as 50 ordinary shares of £1 each having the rights and being subject to the restrictions set out in the articles of association pursuant to resolution 4 below.
- 2 That the 50 issued "B" Ordinary Shares of £1 each in the capital of the Company registered in the name of Barlows Eastbourne Holdings Limited be redesignated as 50 ordinary shares of £1 each having the rights and being subject to the restrictions set out in the articles of association adopted pursuant to resolution 4 below.
- 3 That the name of the Company be changed to Barlows Eastbourne Limited.
- 4 That the regulations contained in the printed document attached hereto and signed for the purposes of identification by the chairman be approved and adopted as the articles of association of the Company in substitution for and to the exclusion of the existing articles of association.

Richard J. Wain

For and on behalf of
Barlows Eastbourne Holdings Limited

22 December 2003

