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**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 3649502

The Registrar of Companies for England and Wales hereby certifies that  
WALNUTCOVE LIMITED

having by special resolution changed its name, is now incorporated  
under the name of  
INVESTORS IN HEALTH (CHICHESTER NO. 1) LIMITED

Given at Companies House, Cardiff, the 12th February 1999



\*C03649502B\*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



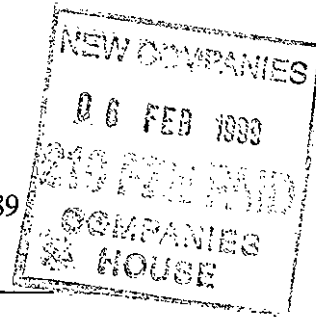
**C O M P A N I E S H O U S E**

HC006B

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Company No. 3649502

THE COMPANIES ACTS 1985 AND 1989



PRIVATE COMPANY LIMITED BY SHARES

**RESOLUTION IN WRITING**

of

**WALNUTCOVE LIMITED**

Clifford Chance Nominees Limited, being the sole member of the Company who at the date of this resolution is entitled to attend and vote at a general meeting of the Company, RESOLVES, in accordance with section 381A of the Companies Act 1985 to pass the following special resolution, AS FOLLOWS:

THAT the Company's name be changed to INVESTORS IN HEALTH (CHICHESTER NO.1) LIMITED.

SIGNATURE: \_\_\_\_\_

for and on behalf of Clifford Chance Nominees Limited

DATE: \_\_\_\_\_

4/2/99

