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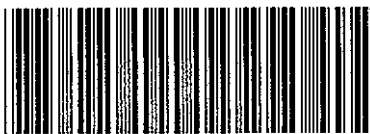
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3659183

The Registrar of Companies for England and Wales hereby certifies that
STEELRAY NO. 127 LIMITED

having by special resolution changed its name, is now incorporated
under the name of
BLOOMS OF BRESSINGHAM LIMITED

Given at Companies House, Cardiff, the 24th March 1999



C03659183N



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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

HC006B

031423

Company No. 3659183

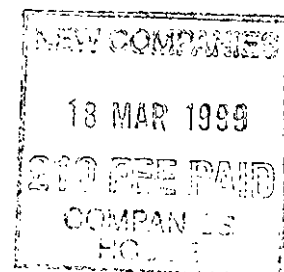
THE COMPANIES ACT 1985

AND

THE COMPANIES ACT 1989

SPECIAL RESOLUTION OF

STEELRAY NO. 127 LIMITED



Dated 4th March 1999

We the undersigned, being all the Members for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings HEREBY PASS the following resolution as a Special Resolution and agree that the said resolution shall, pursuant to Article 8 of the Articles of Association of the Company, for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

IT IS RESOLVED THAT:

The name of the Company be changed to Blooms of Bressingham Limited.

P. D. Long

.....
for and on behalf of
Steele Raymond Limited

L. B. O. L. S.

.....
for and on behalf of
Steelray Secretarial Services Limited

