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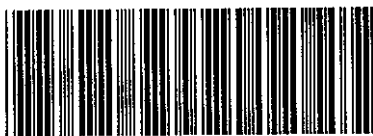
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3717593

The Registrar of Companies for England and Wales hereby certifies that
BASHELFCO 2601 LIMITED

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

Given at Companies House, Cardiff, the 29th April 1999



C03717593S



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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

HC006B

007510

0021078800

The Companies Acts 1985 and 1989

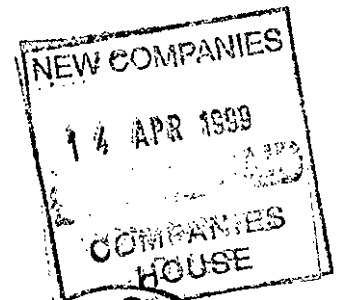
Private Company Limited by Shares

Notice of Written Resolutions

- of -

BASHELFCO 2601 Limited
(company reg no 3717593)

(Passed: 7 APRIL 1999)



My The following resolution was agreed to in accordance with the provisions of section 381A of the Companies Act 1985 on 5 March 1999, to the intent that the resolution should have effect as a special resolution passed by the Company in general meeting

THAT the name of the Company be changed to Horwell Holdings Limited.

Director

