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CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

Company No. 3719489

The Registrar of Companies for England and Wales hereby certifies that RESTAURANTS & BARS LIMITED

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

Given at Companies House, Cardiff, the 22nd August 2000



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Company No 3719489

THE COMPANIES ACTS 1985 AND 1989

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COMPANY LIMITED BY SHARES

ORDINARY AND SPECIAL RESOLUTIONS

of

RESTAURANTS & BARS LIMITED

At an Extraordinary General Meeting of the Company held at the offices of Pinsent Curtis, Dashwood House, 69 Old Broad Street, London EC2M 1NR on Friday 4 August 2000 at 2.00pm the following resolutions were passed as in the case of resolution 1, as an ordinary resolution, and in the case of resolutions 2, 3 and 4, as special resolutions of the Company:-

ORDINARY RESOLUTION

1. THAT, in substitution for any previous authority, the Directors be hereby generally and unconditionally authorised, in accordance with section 80 Companies Act 1985 (the "Act"), to allot relevant securities (as defined in that section) up to a maximum aggregate nominal amount of relevant securities of £435,000 provided that this authority will expire on the date being five years from the date on which this resolution is passed, but the Company may before this authority expires make an offer or agreement which would or might require relevant securities to be allotted after this authority expires and the Directors may allot relevant securities pursuant to such offer or agreement as if this authority had not expired.

SPECIAL RESOLUTIONS

- 2. THAT pursuant to section 28 of the Companies Act 1985, the name of the Company be changed to Yava Limited.
- 3. THAT the regulations contained in the document produced to the meeting and signed by the Chairman of the meeting for the purposes of identification be and hereby approved and adopted (subject to such additional amendments as may be resolved in the meeting) as the Articles of Association of the Company in substitution for and to the entire exclusion of the existing Articles of Association of the Company.
- 4. **THAT**, subject to the passing of resolution 1 above, the Directors be hereby given power in accordance with section 95 of the Act to allot equity securities (within the meaning of section 94 of the Act) pursuant to the authority conferred by resolution 1 above as if section 89(1) of the Act did not apply to the allotment provided that such power shall expire on the date being

five years from the date on which this resolution is passed unless previously renewed, varied or revoked by the Company in general meeting but the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of that offer or agreement as if this power had not expired.

CHAIRMAN

4 August 2000