

FILE COPY



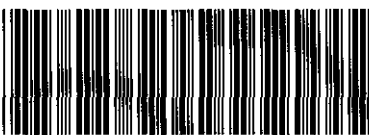
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3720775

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

having by special resolution changed its name, is now incorporated
under the name of
PUNCH TAVERNS (PMH) LIMITED

Given at Companies House, Cardiff, the 2nd September 2004



C037207751



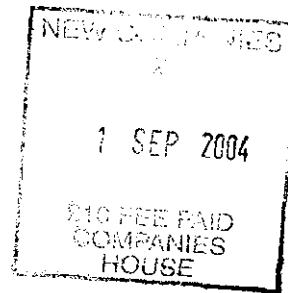
THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

Registered Number: 3720775



THE COMPANIES ACT 1985 (AS AMENDED)

PUBMASTER HOLDINGS LIMITED (the "Company")

**WRITTEN RESOLUTION OF ALL
THE SHAREHOLDERS OF THE COMPANY**

We, being the holders of the entire issued share capital of the Company, hereby consent and agree in accordance with the Articles of Association of the Company, to the following resolution being proposed and passed as if passed by the Company as a special resolution in general meeting duly convened and held:

THAT the name of the Company be changed to Punch Taverns (PMH) Limited

.....
for and on behalf of
Pubmaster Group Limited

Date: 31/8/04

