

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3747087

The Registrar of Companies for England and Wales hereby certifies that

PINCO 1213 LIMITED

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

ISS FINANCE & INVESTMENT (BISHOP AUCKLAND) LIMITED

Given at Leeds, the 28th April 1999



C03747087R

A handwritten signature in black ink, appearing to read 'L. Parry'.

MRS. L. PARRY

For The Registrar Of Companies



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

CERTIFIED TO BE A TRUE AND COMPLETE
COPY OF THE ORIGINAL

DATED THIS 28TH DAY OF APRIL 1999

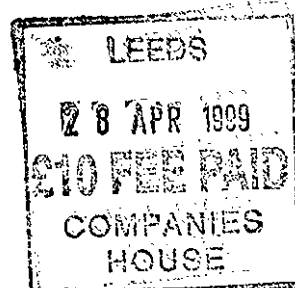
Pinsent Curtis

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COMPANIES ACTS

WRITTEN RESOLUTION



OF

PINCO 1213 LIMITED

COMPANY NUMBER: 3747087

I, the undersigned, being the sole member of the above company, for the time being entitled to attend and vote at General Meetings, hereby pass the following resolution and agree that the said resolution shall 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.

THAT the name of the Company be changed to ISS FINANCE & INVESTMENT (BISHOP AUCKLAND) LIMITED

| <u>Date</u> | <u>Signature</u> | <u>Name of Shareholder</u> | <u>Number of Shares</u> |
|-------------|---|------------------------------------|-------------------------|
| 28-4-99 | For & on behalf of PINSENT CURTIS DIRECTOR LIMITED <i>[Signature]</i>Director/Secretary | Pinsent Curtis Director Limited | 1 |