

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3780594

The Registrar of Companies for England and Wales hereby certifies that

PREPTRADE LIMITED

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

WORKSPACE 6 LIMITED

Given at Companies House, London, the 13th August 1999



C03780594C

A handwritten signature in black ink, appearing to read 'J Mayne'.

MR J MAYNE

For The Registrar Of Companies



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

No. 3780594



THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

PREPTRADE LIMITED

Passed 12 August 1999

AT an Extraordinary General Meeting of the above-named Company, duly convened, and held on August 1999, the following Resolutions were duly passed as Special Resolutions:

SPECIAL RESOLUTIONS

- 1 THAT the name of the Company be changed to "Workspace 6 Limited";
- 2 THAT the provisions of the Memorandum of Association of the Company with respect to its objects be altered by the deletion of sub-clause (a)(i) and (ii) of clause 3 thereof and the substitution therefor of the following new sub-clause:
“(a) To carry on the business of a property investment company in all its branches, and to acquire by purchase, lease, concession, grant, licence or otherwise such businesses, options, rights, privileges, lands, buildings, leases, underleases and other property and rights and interests in property as the Company shall deem fit and generally to hold, manage, develop, lease, sell or dispose of the same; and to vary any of the investments of the Company, construct, reconstruct, alter, improve, decorate, furnish and maintain offices, houses, flats, apartments, service suites, hotels, shops, factories, warehouses, buildings, garages, works and conveniences of all kinds, to consolidate or connect or sub-divide properties and to lease or otherwise dispose of the same, and to advance money to and enter into contracts with builders, tenants and others and generally to finance building

S/DAY £100

N/C

J:\DEPT\CFD\AJK\Z984389\Resol 002.DOC

TRBOS 222488

operations of every description; and to manage any land, buildings or other property as aforesaid, whether belonging to the Company or not, and to collect rents and income; and to undertake and provide management, administration and consultancy services of all kinds and to enter into, assist or participate in financial, commercial, mercantile, industrial and other transactions, undertakings and businesses of every description, and, to establish, carry on, develop and extend the same or sell, dispose of or otherwise turn the same to account, and to co-ordinate the policy and administration of any companies of which this Company is a member or which are in any manner controlled by, or connected with this Company and to carry on any other trade or business whatever which can in the opinion of the Directors be advantageously carried on in connection with or ancillary to any of the businesses of the Company”.

C. M. Bamber,

Chairman