

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3850699

The Registrar of Companies for England and Wales hereby certifies that

NEW BRITAIN HOTELS LIMITED

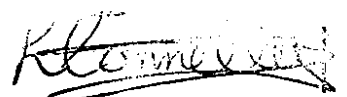
having by special resolution changed its name, is now incorporated
under the name of

QUEST HOTELS LIMITED

Given at Companies House, London, the 1st October 1999



C038506990


L. CONNELLY

For The Registrar Of Companies



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

Company Number: **3850699**



THE COMPANIES ACT 1985

AND

THE COMPANIES ACT 1989

SPECIAL RESOLUTION

OF

NEW BRITAIN HOTELS LIMITED

We, the undersigned, being all the Members for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings HEREBY PASS the following resolution as the Special Resolution of this date and agree that the said resolution shall, pursuant to Clause 53 of Table A (which Clause is embodied in the Articles of Association of the Company), 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.

It is resolved:

That the name of the Company be changed to:

QUEST HOTELS LIMITED

Dated this 30th day of September 1999

Signed: *M. J. Hope*
for LONDON LAW SECRETARIAL LIMITED

..... *[Signature]*
for LONDON LAW SERVICES LIMITED

Presented By: THE LONDON LAW AGENCY LIMITED
TEMPLE CHAMBERS, TEMPLE AVENUE, LONDON EC4Y 0HP

Our Ref: AK/5071

N.C. £100
M.B. 107361
S.DAY