

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3864364

The Registrar of Companies for England and Wales hereby certifies that

HACKREMCO (NO.1566) LIMITED

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

WANDSWORTH GP LIMITED

Given at Companies House, London, the 3rd December 1999



C038643642


L. CONNELLY

For The Registrar Of Companies



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

No.3864364

The Companies Act 1985



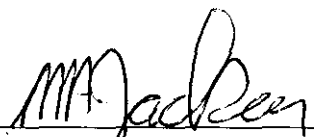
Private Company Limited by Shares

Written Resolution of Hackremco (No.1566) Limited

The following resolution was passed as a written resolution of the Company on 25th October 1999 in accordance with the Articles of Association of the Company.

Special Resolution

THAT the name of the Company be changed to "WANDSWORTH GP LIMITED".


For and on behalf of
Hackwood Secretaries Limited
- Secretary

Hackwood Secretaries Limited (MAJ)
One Silk Street
London EC2Y 8HQ
Tel:- 0171 456 2000

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ELC
SB
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S/DAY