

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3937269

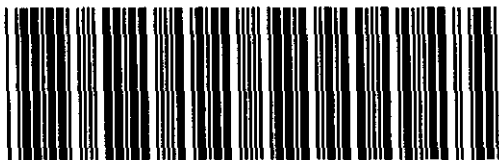
The Registrar of Companies for England and Wales hereby certifies that

NEW CASTLE HOUSE LIMITED

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

NEW CASTLE HOUSE (NO. 1) LIMITED

Given at Companies House, London, the 30th October 2001



C03937269T

A handwritten signature in dark ink, likely of the Registrar of Companies.

For The Registrar Of Companies



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

Stolay E80
NIC
SE0325

Company Number: 3937269

NEW CASTLE HOUSE LIMITED

(THE "COMPANY")

WRITTEN RESOLUTION

We, the undersigned, being the sole member of the Company agree, pursuant to section 381A of the Companies Act 1985, that the following resolution be passed as a written resolution of the Company having effect as special resolution:

RESOLUTION

"That the name of the Company be changed to New Castle House (No. 1) Limited."

Signed:


for and on behalf of
Mars Pension Trustees Limited

Date: 30 / 10 / 01

