

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3949032

The Registrar of Companies for England and Wales hereby certifies that

THE BLACKSTONE GROUP (UK) LIMITED

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

THE BLACKSTONE GROUP INTERNATIONAL LIMITED

Given at Companies House, London, the 13th June 2000



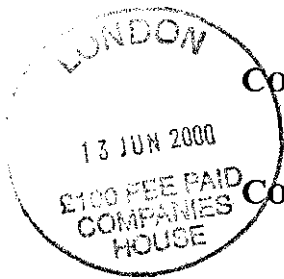
N. Richards.
MR. N. RICHARDS

C03949032C

For The Registrar Of Companies



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



COMPANIES ACT 1985

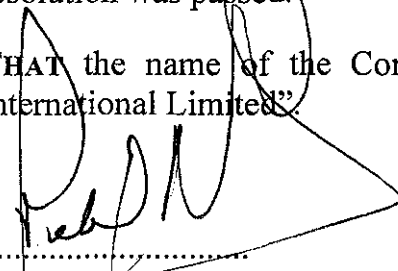
**THE BLACKSTONE GROUP
(UK) LIMITED**

COMPANY LIMITED BY SHARES

COMPANY No. 3949032

By a written resolution dated 8th June 2000 of Blackstone Management Partners III L.L.C., being the sole member of the Company, the following resolution was passed.

THAT the name of the Company be changed to "The Blackstone Group International Limited".


.....
Michael Puglisi
Company secretary

Presented by:
Freshfields
65 Fleet Street
London EC4Y 1HS
(Reference: MYW/AW/TP)

NIC £100
CM Account
slay.

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