

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3981238

The Registrar of Companies for England and Wales hereby certifies that

OUTERWEAR 2000 LIMITED

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

PAUL COSTELLOE COLLECTIONS LIMITED

Given at Companies House, London, the 6th July 2000



C039812385

A handwritten signature in cursive script, reading 'K Davis'.

K DAVIS

For The Registrar Of Companies



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



COMPANY NO: 3981238

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

SOLE MEMBER'S WRITTEN RESOLUTION

OUTERWEAR 2000 LIMITED

(the "Company")

By this Resolution in writing I, being the sole member of the Company having a right to attend and vote on the Resolution set out below at a General Meeting of the Company, hereby declare that the following resolution be passed as a Special Resolution of the Company, namely:-

THAT the name of the Company be changed to Paul Costelloe Collections Limited.

Dated: 6 July 2000

.....
For and on behalf of
RAINWEAR 2000 LIMITED

s/Day 100
N/C
BB 089535