

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4057629

The Registrar of Companies for England and Wales hereby certifies that
INHOCO 2122 LIMITED

having by special resolution changed its name, is now incorporated
under the name of
SMITHFIELD (RESIDENTIAL MANAGEMENT COMPANY) LIMITED

Given at Companies House, Cardiff, the 9th August 2002



C040576298



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

Company no. 4057629

THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

INHOCO 2122 LIMITED

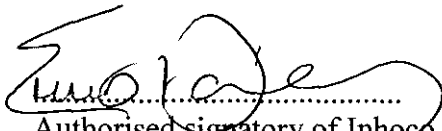
Pursuant to section 381A Companies Act 1985 we, the undersigned, being the sole member of the Company entitled to attend and vote at general meetings of the Company agree to and pass the following written resolution:

SPECIAL RESOLUTION

That the name of the Company be changed to:-

"SMITHFIELD (RESIDENTIAL MANAGEMENT COMPANY) LIMITED"

For and on behalf of Inhoco Formations Limited



Authorised signatory of Inhoco Formations Limited
Dated: 7th August 2002



012831 £20

012831

