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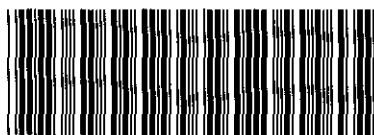
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4087435

The Registrar of Companies for England and Wales hereby certifies that
BRANDS INC LIMITED

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

Given at Companies House, Cardiff, the 21st July 2004



C04087435K



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

Can ABA
64584 100874/20

Company Number 4087435

The Companies Act 1985.

SPECIAL RESOLUTION

of **BRANDS INC LIMITED**

At an Extraordinary General Meeting of the Members of the above named Company
duly convened and held
at Grenville Court, Britwell Road, Burnham, Buckinghamshire

on the 17th day of June 2004

the following Special Resolution was duly passed:

THAT with the consent of the Secretary of State for Trade, the name of the company
be changed to Brands Holdings Limited.

Signed:  Director/Secretary

Date: 17.6.04

