

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4094033

The Registrar of Companies for England and Wales hereby certifies that

G-PHARM TRUSTEE COMPANY LIMITED

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

GW PHARMA LIMITED

Given at Companies House, London, the 20th March 2001



C04094033J

A handwritten signature in cursive script, reading 'Sandra Dujardin'.

SANDRA DUJARDIN

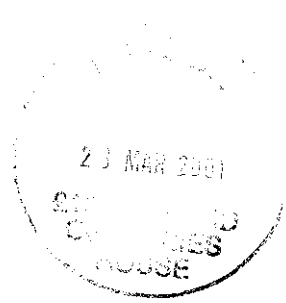
For The Registrar Of Companies



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

S/D Ldn
N/C.
Bk Sect. 057966

Company No. 4094033



THE COMPANIES ACTS 1985 TO 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

G-PHARM TRUSTEE COMPANY LIMITED ("the Company")

The following written resolution was passed by the sole member of the Company pursuant to Regulation 53 of Table A which applies to the Company on 19 March 2001.

THAT the name of the Company be changed to GW PHARMA LIMITED

For and on behalf of
MAWLAW SECRETARIES LTD

Secretary

