

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4101212

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

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

Given at Companies House, Cardiff, the 29th January 2001



C04101212S



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

101739
Company Number: 4101212

THE COMPANIES ACT(S), 1985 - 1989

COMPANY LIMITED BY SHARES

Special Resolutions

Of

REDFACED LIMITED

Written Resolutions of the shareholders of the Company pursuant to Section 381A of the Companies Act, 1985.

The undersigned, being the sole member of the above Company who at the date of these Special Resolutions set out below would be entitled to attend and vote on such Resolutions if they had been proposed in general meeting hereby pass the following resolutions as Special Resolutions of the Company:

Special Resolutions

1. That the Company's name be changed forthwith to "Exel Homes Limited".
2. That the Company's Memorandum and Articles be amended by the adoption of the Memorandum and Articles a copy of which is annexed hereto.

DATED this 23 day of January 2001.

SIGNED BY AND ON BEHALF OF
BRAMLEY HOLDINGS LIMITED

