

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

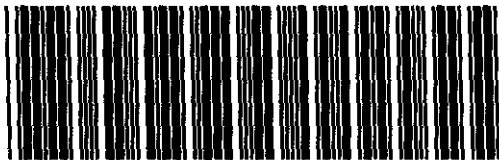
Company No. 4133998

The Registrar of Companies for England and Wales hereby certifies that
RBCO 355 LIMITED

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

PARK RESORTS LIMITED

Given at Companies House, London, the 8th March 2001



C041339987

Sandra Dujardin

SANDRA DUJARDIN

For The Registrar Of Companies



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

4133998
Company No. ~~413998~~



THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF

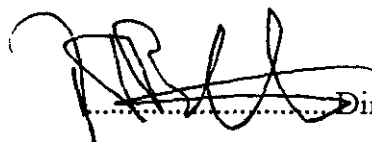
RBCO 355 LIMITED

We, the undersigned, being the sole member of the Company agree in accordance with section 381A of the Companies Act 1985 to the following resolution in writing as a special resolution.

SPECIAL RESOLUTION

That the name of the Company be changed to 'PARK RESORTS LIMITED'

Dated: 7th March 2001


..... Director

For Adjustable Nominees Limited

Richards Butler
Beaufort House
15 St. Botolph Street
London EC3A 7EE
Ref: SMG/01-4117

