

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4246811

The Registrar of Companies for England and Wales hereby certifies that

ALNERY NO.2167 LIMITED

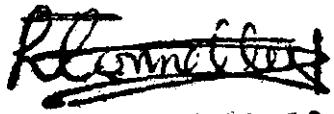
having by special resolution changed its name, is now incorporated
under the name of

CARP (UK) 3A LIMITED

Given at Companies House, London, the 24th July 2001



C04246811N


L. CONNELLY

For The Registrar Of Companies



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

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NW134755
S10X14

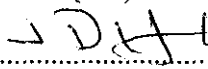
Company number
4246811



THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS OF
ALNERY NO. 2167 LIMITED

By written resolutions dated 24th July, 2001 the sole member of the company agreed to the following resolution being passed:

1. That the name of the company be changed to CARP (UK) 3A LIMITED.


.....
For Alnery Incorporations
No. 1 Limited
(sole member)

