

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4299752

The Registrar of Companies for England and Wales hereby certifies that

SHELFCO (NO.2581) LIMITED

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

G.P.E. (HIGH WYCOMBE) NOMINEE LIMITED

Given at Companies House, London, the 7th November 2001



C042997526

A handwritten signature in black ink, likely of the Registrar of Companies.

For The Registrar Of Companies



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

Slide E80
N/A
BS098001

Company Number 4299752



THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

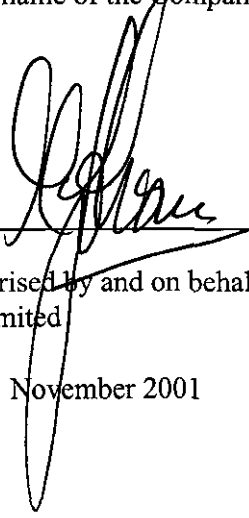
of

SHELFCO (No. 2581) LIMITED
(the "Company")

We, the undersigned, being the sole member of the Company entitled to receive notice of, and to attend and vote at general meetings of the Company hereby unanimously pass the following resolution as a resolution in writing pursuant to the articles of association and agree that it shall have effect as if passed at a general meeting of the Company duly convened and held:

Resolution

THAT the name of the Company be changed to G.P.E. (High Wycombe) Nominee Limited.


Signed
duly authorised by and on behalf of
Mikjon Limited

Dated 6 November 2001

