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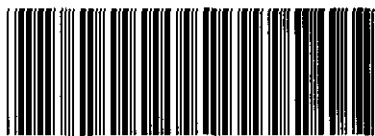
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4420880

The Registrar of Companies for England and Wales hereby certifies that
EUROPEAN ROADS HOLDINGS LIMITED

having by special resolution changed its name, is now incorporated
under the name of
HEALTHCARE SUPPORT (NEWCASTLE) HOLDINGS LIMITED

Given at Companies House, Cardiff, the 7th January 2004



C044208806



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

002169. (P/T)

MUD 585 97.

Company No. 4420880
NEW

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

pursuant to Section 378 Companies Act 1985

of

EUROPEAN ROADS HOLDINGS LIMITED

passed on 27 November 2003

Pursuant to written resolutions of the sole member the following were duly passed as SPECIAL RESOLUTION of the Company by all members entitled to receive notice of, attend and vote at general meetings of the Company.

SPECIAL RESOLUTION

1. **THAT** the name of the Company be changed to
HEALTHCARE SUPPORT (NEWCASTLE) HOLDINGS LIMITED

P. C. [Signature]

Secretary



E11
COMPANIES HOUSE

71104.