

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4450369

The Registrar of Companies for England and Wales hereby certifies that

CROSSCO (695) LIMITED

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

CASTLEBECK GROUP LIMITED

Given at Companies House, Cardiff, the 4th July 2002



C044503693



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

287238

COMPANY NUMBER: 4450369

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
OF
CROSSCO (695) LIMITED

passed on 2. 7. 2002

Pursuant to section 381A of and schedule 15A to the Companies Act 1985 (as amended), we the undersigned, being all the members of the Company for the time being entitled to receive notice of and to attend and vote at general meetings of the Company, hereby unanimously pass the following resolution as a written resolution and agree that the said resolution shall for all purposes be as valid and effective as if the same had been passed at a general meeting duly convened and held.

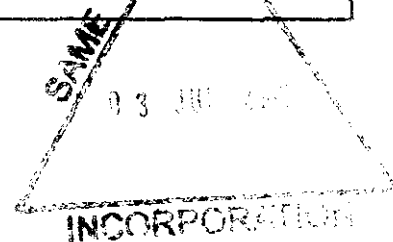
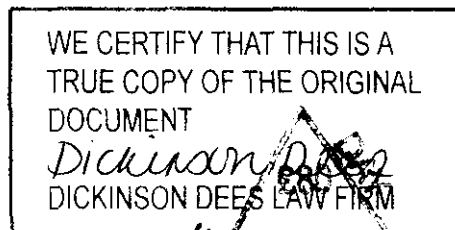
WRITTEN RESOLUTION

That the name of the Company be changed to "Castlebeck Group Limited".

.....
Heath

for and on behalf of
Prima Director Limited

2. 7. 2002





1. The first part of the document is a list of names and addresses, which are arranged in a column. The names are written in a cursive script, and the addresses are written in a more formal, printed style. The list is organized into two columns, with the names on the left and the addresses on the right.

2. The second part of the document is a list of names and addresses, which are arranged in a column. The names are written in a cursive script, and the addresses are written in a more formal, printed style. The list is organized into two columns, with the names on the left and the addresses on the right.