

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4585756

The Registrar of Companies for England and Wales hereby certifies that

INHOCO 2746 LIMITED

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

SIMONSTONE (BRISTOL) LIMITED

Given at Manchester, the 9th December 2002



C045857568



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

INHOCO 2746 LIMITED (the "Company")

Written Resolutions pursuant to

Section 381A Companies Act 1985 (as amended)

We, the undersigned, being the sole Member of the Company for the time being entitled to receive notice of and to attend and vote at general meetings of the Company, hereby pass the following written resolutions of the Company pursuant to Section 381A of the Companies Act 1985 (as amended);

Special Resolution

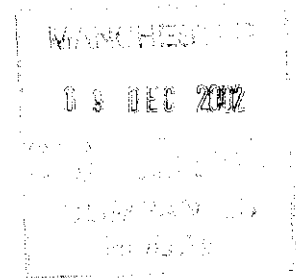
That the name of the Company be changed to:-

SIMONSTONE (BRISTOL) LIMITED

For and on behalf of Inhoco 2745 plc

.....
Authorised signatory of Inhoco 2745 plc

Dated: 6/12/02



016251/80

