

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4636306

The Registrar of Companies for England and Wales hereby certifies that
TRUSHELFCO (NO.2931) LIMITED

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

CORUS SPV LIMITED

Given at Companies House, London, the 20th February 2003



C04636306J



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

No...4636306.....



THE COMPANIES ACT 1985 (AS AMENDED)

Company limited by shares

RESOLUTIONS

of

TRUSHELFCO (NO. 2931) LIMITED

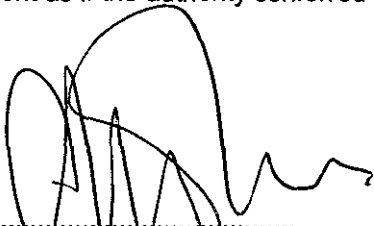
At an Extraordinary General Meeting of the above-named Company duly convened and held on 19th February, 2003 the following resolutions were passed, resolutions 1 and 2 as special resolutions and resolutions 3 and 4 as ordinary resolutions:

SPECIAL RESOLUTIONS

1. That the name of the Company be changed to Corus SPV Limited.
2. That the regulations contained in the document produced to the meeting and for the purpose of identification signed by the chairman thereof be approved and adopted as the articles of association of the Company in substitution for and to the exclusion of all existing articles of association thereof.

ORDINARY RESOLUTIONS

3. That the authorised share capital of the Company be increased to £100,000,000 by the creation of 99,999,900 additional Ordinary Shares of £1 each.
4. That, pursuant to section 80 of the Companies Act 1985, the directors be authorised generally and unconditionally to allot relevant securities (as defined in section 80 of the Companies Act 1985) up to an aggregate nominal amount of £99,999,998 provided that this authority, unless renewed, shall expire on the date five years from the date on which this resolution is passed save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot the relevant securities in pursuance of such offer or agreement as if the authority conferred hereby had not expired.


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Chairman of the meeting

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