

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4725037

The Registrar of Companies for England and Wales hereby certifies that
PMS PROPERTIES (UK) LIMITED

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

Given at Companies House, Cardiff, the 20th November 2003



C04725037J

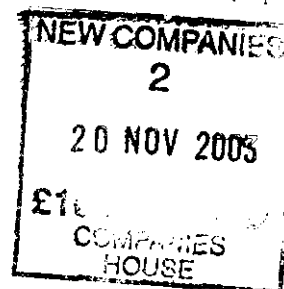


THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

SPECIAL RESOLUTION ON CHANGE OF NAME
PMS PROPERTIES (UK) LIMITED
Company Registration Number: 4725037



At an Extraordinary General Meeting of the members of the company, duly convened and held at 2 Wheeleys Road, Edgbaston, Birmingham, B15 2LD on the 11/11/2003 the following resolution was passed:

That the trading name of the company be changed to:
BRINDLEYS DIRECTORS LTD

Signed on behalf of the company.....K.S. Chawla.....Director
(Mr. Kulwinder Singh Chawla)



The resolution needs to be filed with the registrar of companies within 15 days after the passing of the resolution.