

FILE COPY



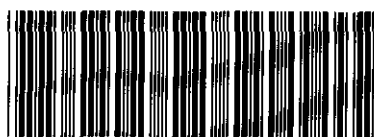
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 5303059

The Registrar of Companies for England and Wales hereby certifies that
FORUM 272 LIMITED

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

Given at Companies House, Cardiff, the 14th January 2005



C05303059D



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

Company no: 05303059

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

- of -

FORUM 272 LIMITED

RESOLVED 11th January 2005

We, the undersigned, being all the Members for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings HEREBY PASS the following resolutions as Special Resolution's and agree that the said resolutions shall, pursuant to Regulation 53 in Table A as contained in the Companies (Table A to F) Regulations 1985 (which Regulation is embodied in the Articles of Association of the Company) for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held

SPECIAL RESOLUTIONS

THAT:-

1. The name of the Company be changed to:-

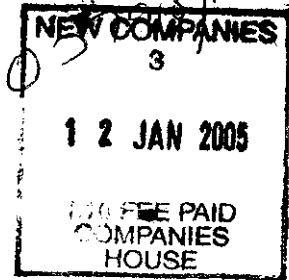
SHP BUILDING LIMITED

2. That the Company adopts an additional objects clause 4.32 in its Memorandum which shall read as follows:

Subject to, and always in compliance with, the provisions of Sections 155 to 158 (inclusive) of the Act (if and so far as such provisions shall be applicable), to give whether directly or indirectly, any kind of financial assistance (as defined in Section 152(1)(a) of the Act) for any such purpose as is specified in Section 151(1) and/or Section 151(2) of the Act.

Signed
Forum Directors Limited

Signed
Forum Secretarial Services Limited



2314540 JAN

SECRET