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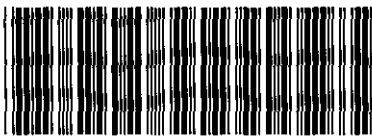
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 5374151

The Registrar of Companies for England and Wales hereby certifies that
WHITBREAD HOTEL (LEICESTER) LIMITED

having by special resolution changed its name, is now incorporated
under the name of
WENTWORTH PROPCO 47 LIMITED

Given at Companies House, Cardiff, the 23rd June 2006



C05374151M

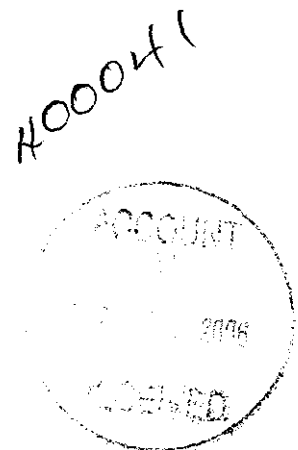


THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

Registered Number: 05374151



THE COMPANIES ACTS
WHITBREAD HOTEL (LEICESTER) LIMITED
(the "Company")

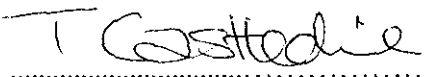
PRIVATE COMPANY LIMITED BY SHARES

**SHAREHOLDER'S WRITTEN RESOLUTIONS
PURSUANT TO SECTION 381A
COMPANIES ACT 1985**

We, the sole member of the Company, **RESOLVE** as follows:

1. That the name of the Company be changed to Wentworth Propco 47 Limited.
2. That the wording contained in the document attached (for the purpose of identification marked "A") be approved and adopted as a new clause 3.2.26 of the Company's Memorandum of Association.
3. That the regulations contained in the document attached (for the purpose of identification marked "B") be approved and adopted as a new article 5A in the Articles of Association of the Company.

For and on behalf of
Whitbread Hotel Company Limited



by its attorney Wentworth Portfolio Company A Limited

Date 16 June 2006

