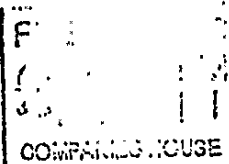




COMPANIES HOUSE



BR3

This form should be completed in black.

Return by an overseas company subject to branch registration,
for alteration of company particulars
(Pursuant to Schedule 21A, paragraph 7(1) of the Companies Act 1985)

Company number

FC 9216

Company name

EVERMORE INVESTMENT TRUST COMPANY LIMITED

(See note on Page 3) Branch name
(If different to company name)

Particulars of change

1. Change of name

Note: If the company has changed its corporate name in its country of origin, give details here together with the date the change was registered or otherwise made.

Old corporate name EVERMORE INVESTMENT TRUST COMPANY LIMITED.

Now corporate name EVERMORE INVESTMENT TRUST PUBLIC LIMITED
COMPANY.

Date of change

01/8/97

2. Change in legal form (Give details of change)

Note: If the company has changed its legal form either by its own decision or by a change in its parent law, give details here

BY A SPECIAL RESOLUTION OF THE COMPANY PASSED ON 26 FEBRUARY
1997 AND WITH THE APPROVAL OF THE MINISTER FOR ENTERPRISE
AND EMPLOYMENT, THE COMPANY WAS RE-REGISTERED AS A PUBLIC
LIMITED COMPANY.

Date of change

01/8/97

3. Change to accounting requirements

Period for which the company is required to prepare accounts by
parent law, in substitution for a period previously notified, has been
changed to: (dates) _____ to _____

Period allowed for the preparation and public disclosure of accounts
for the above period _____ months



AT1HC00L 556

COMPANIES HOUSE 28/10/97

COMPANIES HOUSE 07/10/97

Company Particulars**NOTE.**

The changes to Items 3 - 7 only are not required to be notified by companies incorporated in an EC member state or if the changes are already disclosed in the constitutional documents which have been filed with the Registrar.

4. Principal address

(give new principal place of business)

On * the company changed its principal address in its parent state to

- Insert date of change

5. Objects

(state new objects)

On * the company changed its objects to those described below / attached

+delete as applicable

6. Capital

(state new issued share capital (incl. currency))

On ^{26 FEBRUARY 1997} * the company increased ~~its~~ its issued share capital from 13,975 ORDINARY to 146,500 ORDINARY IR£1 IR£1 SHARES SHARES

IR£146,500

7. Governing law

List any change in the law under which the company was incorporated (e.g. a new Act) include the date of the change.

REPUBLIC OF IRELAND

COMPANIES ACTS 1963 TO 1990

Date - STATUTES CURRENTLY IN FORCE.

When completed, this form should be signed overleaf and returned to :-

For branches registered in England and Wales

The Registrar of Companies
Companies House
Crown Way
Cardiff
CF4 3UZ

For branches registered in Scotland

The Registrar of Companies
Companies House
37 Castle Terrace
Edinburgh
EH1 2EB

To whom should
Companies House
direct any enquiries
regarding this form

Name DELOITTE & TOUCHE

Address DELOITTE & TOUCHE HOUSE,
EARLSFORT TERRACE, DUBLIN 2.

REPUBLIC OF IRELAND

Tel. No (01) 4754433

REF: TS/CD

* Delete as applicable

This return is delivered in respect of all the branches listed below,
registered at * Cardiff \ ~~Edinburgh~~

This notice must be delivered
to the Registrar within 21 days
of the notice of the alteration
being received in Great Britain
in due course of post (if
despatched with due diligence)

Signed

Sheena Greenfield
(* Director / Secretary / Permanent Representative)

Date

25/9/1997

Registration number	Branch name
BR 108	EVERMORE INVESTMENT TRUST PUBLIC LIMITED COMPANY

NOTE:- A return must be delivered in respect of any alteration to the company particulars by each branch of an overseas company. If, however, a company has more than one branch in THE SAME PART of Great Britain, it may deliver only one form in respect of all those branches, provided it completes the table above on this page.

FILE COPY



**CERTIFICATE OF REGISTRATION
OF A CHANGE OF NAME OF AN
OVERSEA COMPANY**

Branch Registration

Company No. FC009216

Branch No. BR000108

The Registrar of Companies for England and Wales hereby certifies that

EVERMORE INVESTMENT TRUST COMPANY LIMITED

has this day registered a change of name to

EVERMORE INVESTMENT TRUST PUBLIC LIMITED COMPANY

Given at Companies House, Cardiff, the 29th October 1997

A handwritten signature in cursive script, appearing to read 'A. Turner'.

For The Registrar Of Companies



C O M P A N I E S H O U S E