

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 155032

The Registrar of Companies for Scotland hereby certifies that

DUNEDIN FINANCIAL MANAGEMENT LIMITED

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

DUNEDIN INDEPENDENT LIMITED

Given at Companies House, Edinburgh, the 7th February 1995

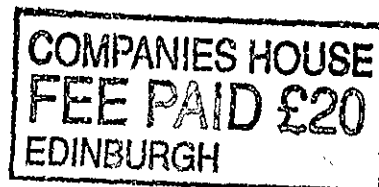
J. HENDERSON

Registrar Of Companies



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

D200SR.DOC/Joyce/cmch
30th January 1995



Company No. 155032

DUNEDIN FINANCIAL MANAGEMENT LIMITED
("the Company")

Written record of a decision of the sole member of the Company taken pursuant to Section 382B(1) of the Companies Act 1985 passing the following resolution as a Special Resolution:-

SPECIAL RESOLUTION

THAT:-

the name of the Company be changed to "Dunedin Independent Limited";

Dated 30th January 1995.

...Don A. Houghton...
Authorised Signatory
for and on behalf of
Comlaw Director Limited
(Sole Member)

