

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 208636

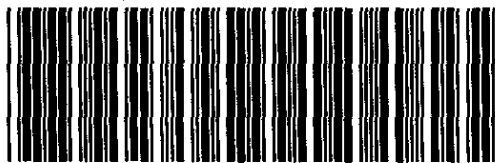
The Registrar of Companies for Scotland hereby certifies that

MORRISON PROPERTY CARE LIMITED

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

MAINTENANCE AND PROPERTY CARE LIMITED

Given at Companies House, Edinburgh, the 5th November 2002



CSC2086364

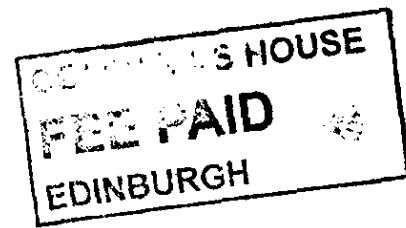


THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

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

No: 208636

THE COMPANIES ACT 1985
COMPANIES LIMITED BY SHARES



WRITTEN RESOLUTION

OF

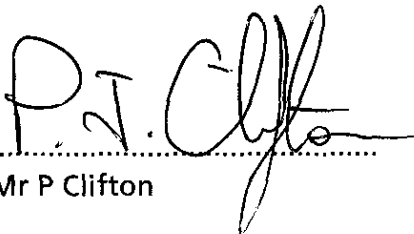
MORRISON PROPERTY CARE LIMITED

(Passed on 7th Day of October 2002)

We the undersigned, being the holders of the entire issued share capital of the above named Company and entitled to attend and vote at a General Meeting of the Company, do hereby approve the following Written Resolution as duly authorised proceedings of the directors, pursuant to the Articles of Association of the Company.

RESOLUTION

That the name of Morrison Property Care Limited be changed to Maintenance and Property Care Limited.


.....
Mr P Clifton



SCT S5BL5FNO 0055
COMPANIES HOUSE 05/11/02
COMPANIES HOUSE U304
31/10/02