

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 211236

The Registrar of Companies for Scotland hereby certifies that

HALLPAPER LIMITED

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

THE GRAHAM PARTNERSHIP LIMITED

Given at Companies House, Edinburgh, the 11th December 2000



CSC211236A

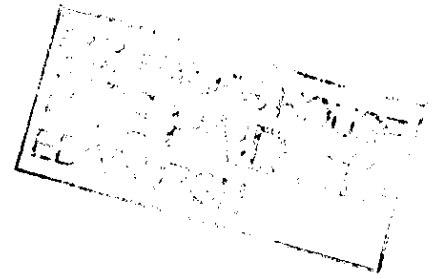


THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

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

Company Number: SC211236

**SPECIAL RESOLUTION
OF
HALLPAPER LIMITED**



JORDANS (SCOTLAND) LIMITED, currently the sole member of the above-named Company, HEREBY PASSES the following written resolution pursuant to section 381A of the Companies Act 1985.

It is resolved:

That the name of the Company be changed to:-

THE GRAHAM PARTNERSHIP LIMITED

Date 17th November 2000.

Signed

(Authorised Signatory of JORDANS (SCOTLAND) LIMITED)



Ref.: 5A4168 / CFPJ
OSWALDS of EDINBURGH
24 GREAT KING STREET
EDINBURGH, EH3 6QN

5A4168 (SC211236)