

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 222340

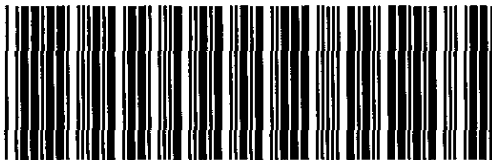
The Registrar of Companies for Scotland hereby certifies that

TEESLOCH LIMITED

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

SDG (SCOTLAND) LIMITED

Given at Companies House, Edinburgh, the 15th May 2003



CSC222340E



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

Scarborough Development Group plc


Registered Number: SC222340



Teesloch Limited

On 13 May 2003 the following resolution was duly passed as a Special Resolution of the Company by each shareholder of the company signing a written resolution to that effect pursuant to the Articles of Association of the Company:-

THAT the name of the Company be changed to "**SDG (Scotland) Limited**".


.....
Secretary

[les/company/change]

