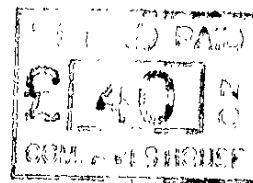


No. 2331440



THE COMPANIES ACT 1985  
COMPANY LIMITED BY GUARANTEE  
SPECIAL RESOLUTION  
OF  
PRIDSECTOR LIMITED

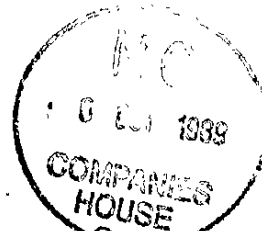
We the undersigned, JOHN RICHARD O'CONNELL and ROGER BENHAM WALSOM, being all the members for the time being of the above-named Company entitled to attend and vote at General Meetings thereof HEREBY PASS the following resolution as a Special Resolution and agree that the said resolution shall, pursuant to Article 14 of the Company's Articles of Association, for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

IT IS RESOLVED THAT the name of the Company be changed to "Exbury Gardens Limited".

Dated 20th September 1989

  
.....  
JOHN RICHARD O'CONNELL

  
.....  
ROGER BENHAM WALSOM



NW/E40/03019

FILE COPY



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

No. 2331440

I hereby certify that

**PRIDSECTOR LIMITED**

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

**EXBURY GARDENS LIMITED**

Given under my hand at the Companies Registration Office,  
Cardiff the 16 OCTOBER 1989

*F. A. Joseph.*

F. A. JOSEPH

an authorised officer