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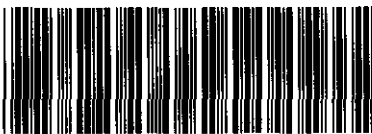
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3320422

The Registrar of Companies for England and Wales hereby certifies that
COUNTY GROUND PROMOTIONS LIMITED

having by special resolution changed its name, is now incorporated
under the name of
EXETER RUGBY CLUB LIMITED

Given at Companies House, Cardiff, the 11th July 2000



C03320422A



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



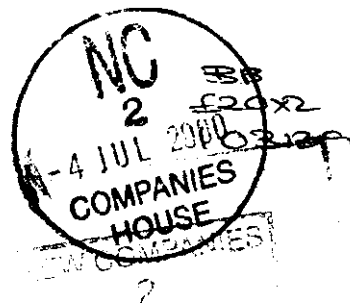
C O M P A N I E S H O U S E

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SPECIAL RESOLUTION

Companies Act 1985 to 1989.

Company Number: 3320422

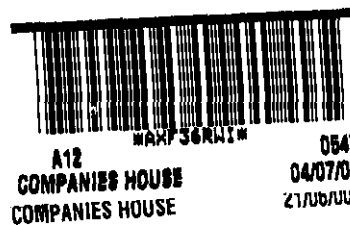
COMPANY NAME: COUNTY GROUND PROMOTIONS LIMITED

At an Extraordinary General Meeting held at The County Ground, Exeter on 1 June, 2000.
It was resolved by Special Resolution that the name of the Company be changed to:

EXETER RUGBY CLUB LIMITED

A handwritten signature, appearing to be 'L. J. ...', written over a dotted line.

Chairman



EXETER RUGBY CLUB LIMITED

Minutes of an Extraordinary General Meeting of the Company
held at County Ground, Exeter
on 1 June, 2000

1. IT WAS RESOLVED that the name of the Company be changed to Exeter Rugby Club Group Limited and that the Secretary file the Special Resolution at Companies House with immediate effect.
2. There being no further business to discuss the meeting closed.



.....
Chairman

COUNTY GROUND PROMOTIONS LIMITED

Minutes of an Extraordinary General Meeting of the Company
held at County Ground, Exeter
on 1 June, 2000

1. IT WAS RESOLVED that the name of the Company be changed to Exeter Rugby Club Limited and that the Secretary file the Special Resolution at Companies House with immediate effect.
2. There being no further business to discuss the meeting closed.

.....
Chairman



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COMPANIES HOUSE

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21/06/00