

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4996702

The Registrar of Companies for England and Wales hereby certifies that

APPLE COMPUTER SALES UK LIMITED

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

APPLE RETAIL UK LIMITED

Given at Companies House, London, the 3rd June 2004



C049967022



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

Company Number: 4996702



007590



WRITTEN RESOLUTION OF
APPLE COMPUTER SALES UK LIMITED

We, the undersigned, being the Sole Member for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings of the Company HEREBY PASS the following written resolution and agree that the said resolution shall, pursuant to clause 74 of the articles of association of the Company, 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 hereby resolved that:

The name of the Company be changed to:

APPLE RETAIL UK LIMITED

CERTIFIED TO BE A TRUE
COPY OF THE ORIGINAL

BAKER & MCKENZIE

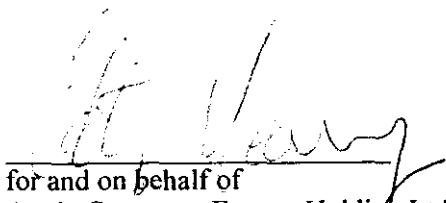
SOLICITORS

100 NEW BRIDGE STREET

LONDON

EC4V 6JA

Dated: 27th May 2004


for and on behalf of
Apple Computer Europe Holding Ltd.

