



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 9211

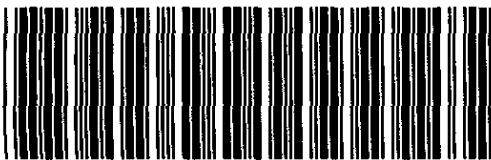
The Registrar of Companies for Scotland hereby certifies that

UDV (DISTILLING) LIMITED

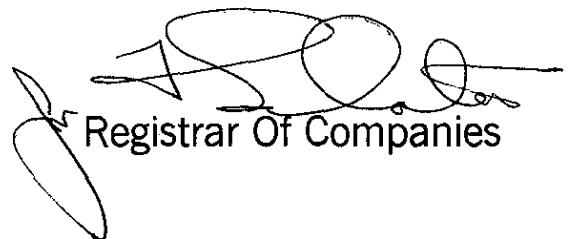
having by special resolution changed its name, is now incorporated
under the name of

GUINNESS UNITED DISTILLERS & VINTNERS DISTILLING
LIMITED

Given at Companies House, Edinburgh, the 29th June 2001



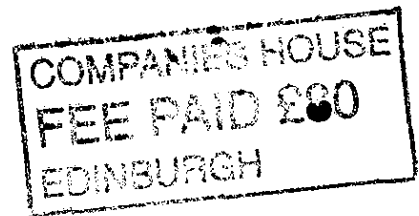
CSC009211S


Registrar Of Companies



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

Company Number 9211



THE COMPANIES ACT 1985 (as amended)

COMPANY LIMITED BY SHARES

**SPECIAL RESOLUTION OF
UDV (DISTILLING) LIMITED
PASSED ON 25 JUNE 2001**

At an EXTRAORDINARY GENERAL MEETING of the above named company duly convened and held at 8 Henrietta Place, London, W1G ONB, on 25 June 2001 at 12.00pm, the following was duly passed as a SPECIAL RESOLUTION:

THAT the name of the Company be changed to Guinness United Distillers & Vintners Distilling Limited with effect from 29 June 2001.

A handwritten signature in cursive script, appearing to read 'S M Bunn', written over a horizontal line.

S M Bunn
Secretary

