

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 249414

The Registrar of Companies for Scotland hereby certifies that

FORTY EIGHT SHELF (112) LIMITED

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

GRETNA FOOTBALL CLUB LIMITED

Given at Companies House, Edinburgh, the 28th May 2003

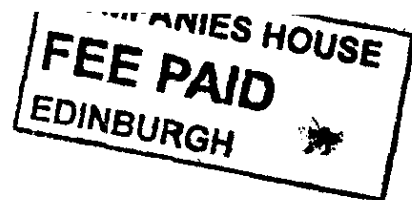


CSC249414R



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

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



WRITTEN RESOLUTION

FORTY EIGHT SHELF (112) LIMITED ("the Company")

(Incorporated in Scotland, Registered Number SC249414)

We the undersigned, being all of the Members of the Company, do hereby agree to the following Resolution being passed as Special Resolution of the Company as if passed by the Company in a General Meeting duly held and convened: -

SPECIAL RESOLUTION

"THAT the name of the Company be changed to "Gretna Football Club Limited"

Alastair Dunn

Jeremy Glen

27/5/03
Date

27/5/03
Date

