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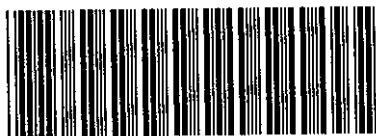
**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 4606

The Registrar of Companies for England and Wales hereby certifies that  
SANDERSON KAYSER LIMITED

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

Given at Companies House, Cardiff, the 10th January 1997



\*C000046069\*

*P. A. Morgan*  
P.A.MORGAN (MRS)

For the Registrar of Companies



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

HC006B

No. 4606

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

RESOLUTION

of

Sanderson Kayser Limited

(Passed 23 December 1996)

At an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened and held at 10 Snow Hill, London EC1A 2AL on 23 December at 11.30am the following resolution was passed as a Special Resolution.

SPECIAL RESOLUTION

THAT, subject to the consent of the Registrar of Companies, the name of the Company be changed to " *SK Realisation* Limited".

*Richard Hays*  
Chairman

