

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 510607

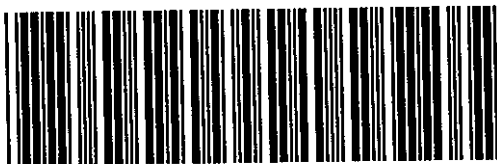
The Registrar of Companies for England and Wales hereby certifies that

GUINNESS BREWING WORLDWIDE LIMITED

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

GUINNESS LIMITED

Given at Companies House, London, the 16th December 1997



C00510607F

For The Registrar Of Companies



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

No: 510607



THE COMPANIES ACTS 1985-1989

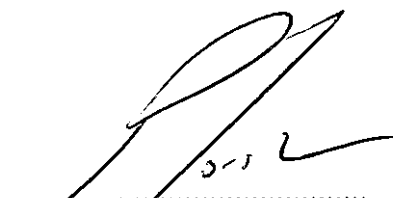
COMPANY LIMITED BY SHARES

**RESOLUTION OF
GUINNESS BREWING WORLDWIDE LIMITED**

At an Extraordinary General Meeting of the above named Company, duly convened and held at Park Royal Brewery London NW10 7RR on 8 December 1997 the following resolution was passed as a Special Resolution.

SPECIAL RESOLUTION

THAT the name of the Company be changed to "Guinness Limited".


.....
Secretary

N/C
£400
NW 3/4
080118
S/DAY