

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 674277

The Registrar of Companies for England and Wales hereby certifies that
SAINT BERNADETTE'S LIMITED

having by special resolution changed its name, is now incorporated
under the name of
THF CARE ESTATES LIMITED

Given at Companies House, Cardiff, the 29th April 1996



C00674277S

For the Registrar of Companies



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

HC006B

SAINT BERNADETTE'S LIMITED

Company No.674277

COMPANIES ACT 1985

LIMITED BY SHARES

SPECIAL RESOLUTION

OF

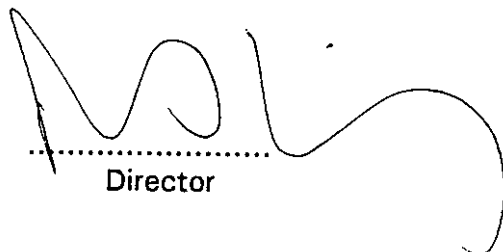
SAINT BERNADETTE'S LIMITED



At an Extraordinary General Meeting of the above-named Company duly convened and held at 38 Grovelands Road, Purley, Surrey, on 18th April, 1996, the following Special Resolution was duly passed:

"THAT, with the consent of the Department of Trade and Industry, the Company do change its name to THF Care Estates Limited."

Dated this Eighteenth day of April 1996


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Director