

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 836820

The Registrar of Companies for England and Wales hereby certifies that

PHARMACIA & UPJOHN ANIMAL HEALTH LIMITED

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

PHARMACIA ANIMAL HEALTH LIMITED

Given at Companies House, London, the 26th March 2001



C00836820P

A handwritten signature in black ink, appearing to read 'R. Davis'.

K DAVIS

For The Registrar Of Companies



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

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

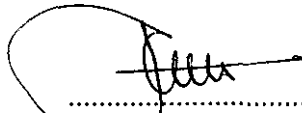
WRITTEN RESOLUTION

of

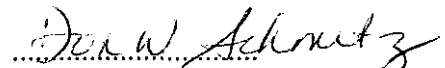
PHARMACIA & UPJOHN ANIMAL HEALTH LIMITED

We, the undersigned, being all the members of the Company, hereby pass the following resolution as a written resolution having effect as a Special Resolution in accordance with section 381A Companies Act 1985 and article 4 of the Company's articles of association:-

That the Company's name be changed to Pharmacia Animal Health Limited.



.....
For Pharmacia Limited

Date: 23rd March 2001


.....
For Pharmacia & Upjohn Company

Date: 23rd March 2001

Signed as a record of the proceedings:


.....
Director/Secretary

