

**Application by a limited company to be re-registered
as unlimited**

Company Number

948999

Company Name in full

ABBOTT & GOLDMAN LIMITED

applies to be re-registered as unlimited.

The following documents are attached in support of this application for the
company to be re-registered as unlimited:

NOTE:
Alterations in the memorandum
and articles should be set out
overleaf.

① A non prescribed form of
Statutory Declaration (form
No. 49 (8) (b)) is available.

② Please delete as appropriate.

1. Signed assents by or on behalf of all the members of the company
(Form No. 49(8)(a))
2. ② A statutory declaration made by the directors of the company
according to section 49(8)(b) of the Companies Act 1985
3. A printed copy of the company's memorandum incorporating the
alterations set out overleaf
4. ② [A printed copy of the company's articles incorporating the
alterations set out overleaf] ~~Printed articles for registration, the
company not having previously registered articles~~

③ If the currency is not in
Pounds Sterling, please quote
the currency used

Nominal share capital (if any) provided for in the articles as altered

③ £ 100



Signed

[Signature]

Date 21/09/04

† Please delete as appropriate. 01460

† a director / secretary

Please give the name, address,
telephone number, and if available,
a DX number and Exchange, of the
person Companies House should
contact if there is any query.

FRESHFIELDS BRUCKHAUS DERINGER

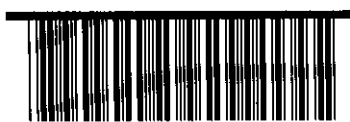
65 FLEET STREET, LONDON, ENGLAND, UNITED KINGDOM

EC4Y 1HS

Tel 020 7936 4000

DX number 23

DX exchange LONDON/CHANCERY LANE



When you have completed and signed the form please send it to the
Registrar of Companies at:
Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff
for companies registered in England and Wales
or
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB
for companies registered in Scotland **DX 235 Edinburgh**

The Company's existing Memorandum of Association is amended as follows:

- (i) on the first page, the words "Company Limited By Shares" is replaced with "Unlimited Company Having A Share Capital";
- (ii) on the first page, the word "Limited" is deleted from the title of the document so the title reads "Memorandum of Association of Abbott & Goldman";
- (iii) in clause 1 the word "Limited" is deleted; and
- (iv) clause 4 is deleted.

The Company's existing Articles of Association are replaced in their entirety by the new Articles of Association attached to this Application.