

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 1482152

The Registrar of Companies for England and Wales hereby certifies that

GOLD GREENLEES TROTT PLC

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

THE GGT GROUP PLC

Given at Companies House, London, the 19th October 1995



C01482152I

A handwritten signature in black ink, appearing to read 'L. Mills'.

MRS L. MILLS

For The Registrar Of Companies



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

THE COMPANIES ACT 1985

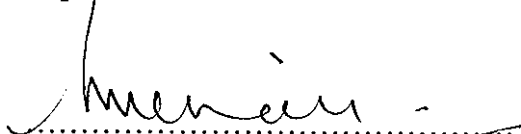
GOLD GREENLEES TROTT PLC

COMPANY REGISTERED NUMBER: 1482152

SPECIAL RESOLUTION

At the Annual General Meeting of the above-named Company, duly convened and held at 82 Dean Street London W1V 5AB on 19 October 1995 the following Resolution was passed as a Special Resolution:

"That the Company change its name from Gold Greenlees Trott plc to The GGT Group plc".



Chairman

Dated this 19th day of October 1995.

B: 000112

CLN / 200

Same Day