

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 1517112

The Registrar of Companies for England and Wales hereby certifies that
AFG COMPUTING LIMITED

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

Given at Companies House, Cardiff, the 7th June 2004



C015171126



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



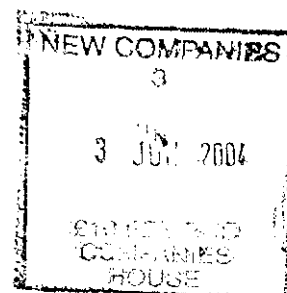
Companies House
— for the record —

HC006B

Company Number : 1517112

44582/60

THE COMPANIES ACTS 1985 TO 1989
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION OF
AFG COMPUTING LIMITED



WRITTEN RESOLUTION OF MEMBERS IN LIEU OF MEETING
PURSUANT TO COMPANIES ACT 1985, s381A

We, the undersigned, being all the members of the Company who, at the date of this resolution would be entitled to attend and vote at general meetings of the Company **HEREBY PASS** the following resolution as a special resolution and agree that the said resolution shall, for all purposes be as valid and effective as if the same had been passed by us all at a general meeting of the Company duly convened and held:

THAT the name of the Company be changed to

AGA OMNIA LIMITED

Shawn Smith

.....
on behalf of AGA FOODSERVICE GROUP PLC

SCM

.....
on behalf of AFG NOMINEE LIMITED

Dated : 24 May 2004

