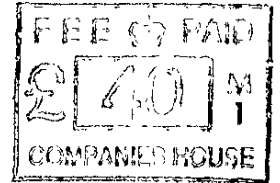


No. of Company: 2119940



THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of


SHOTPITCH LIMITED

Passed on the 6th day of February, 1989

At an EXTRAORDINARY GENERAL MEETING of the Members of the said Company, duly convened and held at The Old Pig and Whistle, Wimbish, Essex on the 6th day of February, 1989 the following SPECIAL RESOLUTION was duly passed:-

"That the Company's name be changed to

CAMBRIDGE & WALDEN PROPERTIES LIMITED


MICHAEL A. SUMPSTER



Bar
£40



100000

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 2119940

I hereby certify that

SHOTPITCH LIMITED

having by special resolution changed its name,

is now incorporated under the name of

CAMBRIDGE & WALDEN PROPERTIES LIMITED

Given under my hand at the Companies Registration Office,

Cardiff the 2 MARCH 1989

A handwritten signature in dark ink, appearing to read 'F. A. Joseph'.

F. A. JOSEPH

an authorised officer