

FILE COPY



CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME

Company No. 2776811

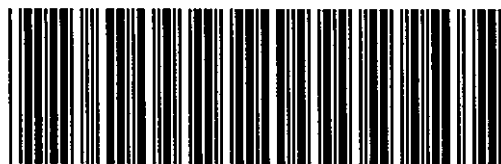
The Registrar of Companies for England and Wales hereby certifies that

BAY CLASS YACHTS (KENT) LIMITED

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

BAY CLASS YACHTS LIMITED

Given at Companies House, Cardiff, the 30th April 1997



C02776811T

SS Powell
SS POWELL

For The Registrar Of Companies



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

Number of } 2776811
Company }

The Companies Act 1985

COMPANY LIMITED BY SHARES

Special Resolution

(Pursuant to s. 378 (2) of the Companies Act 1985)

OF

BAY CLASS YACHTS (KENT) LIMITED

Passed 23rd April, 19 97

AT an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened, and held at Anchor House, Conyer Wharf, Teynham, Sittingbourne, Kent,

on the 24th day of April, 19 97 the subjoined SPECIAL RESOLUTION was duly passed, viz.:—

RESOLUTION

That the name of the company be changed to:

BAY CLASS YACHTS LIMITED



A10 *A9EUMT7D* 147
COMPANIES HOUSE 14/02/97

Signature.....

..... E. Björkman

To be signed by
the Chairman, a
Director, or the
Secretary of the
Company.

NOTE.—To be filed within 15 days after the passing of the Resolution(s).

[P.T.O.]