

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3708572

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

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

Given at Companies House, Cardiff, the 28th October 1999



C03708572R



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

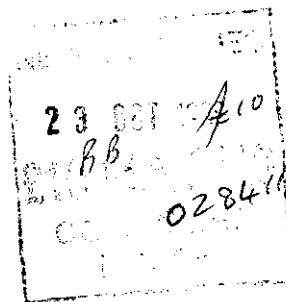


C O M P A N I E S H O U S E

HC006B

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**COMPANIES ACTS 1985 AND 1989
WRITTEN SHAREHOLDERS
SPECIAL RESOLUTIONS**



**CHANGE OF NAME, CHANGE OF MEMORANDUM
and CHANGE OF ARTICLES**

COMPANY NUMBER: 3708572

COMPANY NAME: **COGBOOK LIMITED**

We, the undersigned, being the sole member of the Company entitled to attend and vote at general meetings of the Company, hereby resolve, pursuant to Regulation 53 of Table A in the Schedule to the Companies Act (Tables A-F) Regulations 1985 (as amended) as follows:-

1. That the name of the Company be changed to: **ARMITAGE TRUSTEES LIMITED**
2. That the Company adopt as its new memorandum of association the memorandum in the form of the printed document annexed to this resolution in substitution for and to the exclusion of the existing memorandum of association of the Company.
3. That the Company adopt as its new articles of association the regulations in the form of the printed document annexed to this resolution in substitution for and to the exclusion of the existing articles of association of the Company.

Signature:

For and on behalf of Armitage Bros. Plc

Date: 5 October 1999

57 The Lakes
Barnes

