

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3730687

The Registrar of Companies for England and Wales hereby certifies that
GUILDSHELF (139) LIMITED

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

Given at Companies House, Cardiff, the 21st May 1999



C03730687K



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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

HC006B

006183

11354 CGS

THE COMPANIES ACT 1985-1989

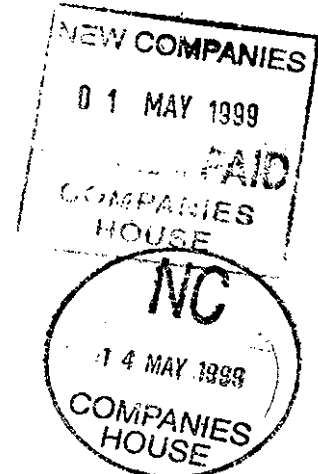
SPECIAL RESOLUTION

of

GUILDSELF (139) LIMITED

Company Number 3730687

Passed 30th April 1999



We, the undersigned, being all the members of Guildself (139) Limited ("the Company") entitled to receive Notice of and to attend and vote at General Meetings of the Company in accordance with Section 381A of the Companies Act 1985 DO HEREBY DECLARE the following Resolution to have been passed as a Special Resolution as if passed at a General Meeting of the Company duly convened and held:

SPECIAL RESOLUTION

THAT the name of the Company be changed to "Ridgmount Holdings Limited".

G. L. Ginks

Director for and on behalf of Lycidas Nominees Limited and
Lycidas Secretaries Limited

