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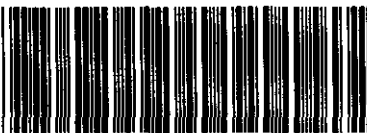
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3835956

The Registrar of Companies for England and Wales hereby certifies that
FOUNTAIN STREET FORMATIONS (60) LIMITED

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

Given at Companies House, Cardiff, the 22nd February 2000



C03835956L



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

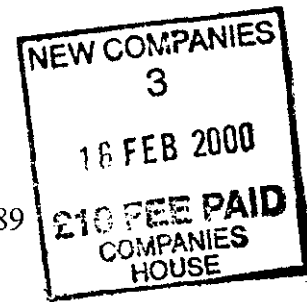


C O M P A N I E S H O U S E

HC006B

705087
Company No. 3835956

THE COMPANIES ACTS 1985 AND 1989



COMPANY LIMITED BY SHARES

RESOLUTION

of

FOUNTAIN STREET FORMATIONS (60) LIMITED

At an extraordinary general meeting of the Company held at 34 Cuppin Street, Chester CH1 2BN on 11 February 2000 the following resolution was passed as a special resolution.

SPECIAL RESOLUTION

1. THAT the name of the Company be changed to "Cheshire Companions Limited".


CUPPIN STREET SERVICES LIMITED
Chairman of the meeting

