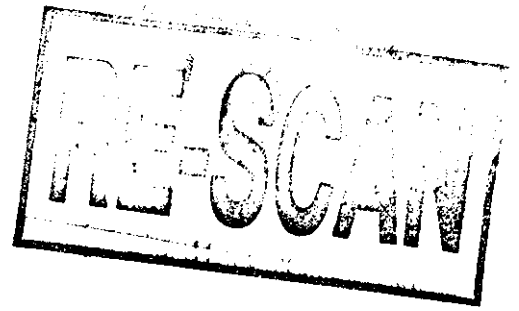


FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3903607

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

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

Given at Companies House, Cardiff, the 21st January 2000



C03903607K



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

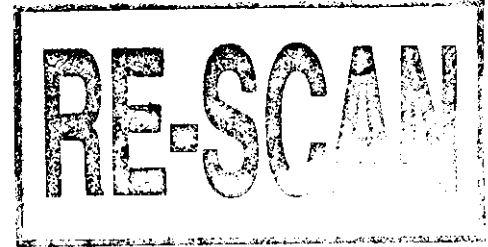
THIS CERTIFICATE/DOCUMENT SUPERCEDES THE
CERTIFICATE/DOCUMENT IN FILE WHICH
INCORRECTLY QUOTED THE NAME OF THE COMPANY
AS THE FOODLOOM LIMITED



COMPANIES HOUSE

HC006B

FILE COPY



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THIS CERTIFICATE/~~DOCUMENT~~ CONTAINS A
MISTAKE IN THE NAME OF THE COMPANY AND IS
SUPERSEDED BY THE CERTIFICATE/~~DOCUMENT~~
ON FILE.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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

HC006B

105140

Company No. 3903607

The Companies Acts 1985 to 1989

SPECIAL RESOLUTION
OF
QUINFOLD LIMITED



At an Extraordinary General Meeting of the Company duly convened and held at the Registered Office of the Company the following Resolutions were duly passed as Special Resolutions, viz:

RESOLUTIONS

Passed 14/01/2000

1. THAT, subject to the consent of the Secretary of State for Trade and Industry, the name of the Company be changed to:-

THE FOODLOOM LIMITED

2. THAT, clause 1 of the Memorandum of Association of the Company be amended to show the new name of the Company.

Chairman

PLEASE FORWARD CERTIFICATE OF INCORPORATION VIA COMPANIES HOUSE FOR COLLECTION BY STANLEY DAVIS GROUP LIMITED.

H/SBC
£100 x 10