

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4107607

The Registrar of Companies for England and Wales hereby certifies that
STEVTON (NO. 189) LIMITED

having by special resolution changed its name, is now incorporated
under the name of
ESPLANADE HOMES (ROCHESTER) LIMITED

Given at Companies House, Cardiff, the 10th January 2001



C041076079



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

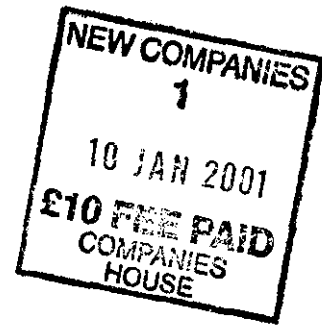
072319
Company No. 4107607

THE COMPANIES ACT 1985 TO 1989

COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION

-of-

STEVTON (NO. 189) LIMITED



At an EXTRAORDINARY GENERAL MEETING of the Company held at The Billings, Walnut Tree Close, Guildford, Surrey GU1 4YD on 29 December 2000 the following Resolution was passed as a Special Resolution.

SPECIAL RESOLUTION

1. THAT: the name of the Company be changed to Esplanade Homes (Rochester) Limited.

Chairman

