

FILE COPY



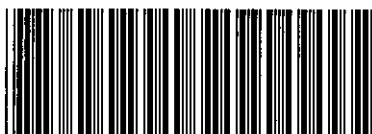
**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 4867959

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

having by special resolution changed its name, is now incorporated  
under the name of  
OSBORNE STREET ESTATES LIMITED

Given at Companies House, Cardiff, the 10th October 2003



\*C048679599\*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*  
— for the record —

Registered No: 4867959

THE COMPANIES ACT 1985 (AS AMENDED)

COMPANY LIMITED BY SHARES

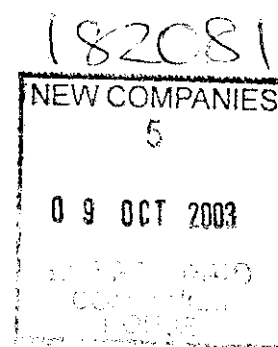
WRITTEN RESOLUTION

OF

MONEYBELL LIMITED (the "Company")

PURSUANT TO SECTION 381A OF THE  
COMPANIES ACT 1985 (AS AMENDED)

(passed on 6/10/2003)



WE, the undersigned members of the Company, being the only members who at the date of this resolution would be entitled to attend and vote at a general meeting of the Company, resolve as follows, such resolution to take effect as a special resolution of the Company:

SPECIAL RESOLUTION

That the name of the Company be changed to Osborne Street Estates Limited

Signed:

For and on behalf of  
AUB Secretaries Limited

AHLI  
UNITED BANK  
(UK) PLC

Douglas Wheatley

Dated: 6th October 2003

