FILE COPY



CERTIFICATE OF INCORPORATION

ON RE-REGISTRATION OF A PUBLIC COMPANY

AS A PRIVATE COMPANY

Company No. 4585

The Registrar of Companies for Scotland hereby certifies that

DUNDEE FOOTBALL CLUB LIMITED

formerly registered as a public company has this day been reregistered under the Companies Act 1985 as a private company, and that the company is limited.

Given at Companies House, Edinburgh, the 9th February 1996

The Registrar Of Companies

SCT *SFWPUIW0* Z19
COMPANIES HOUSE 09/02/96