



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 188006

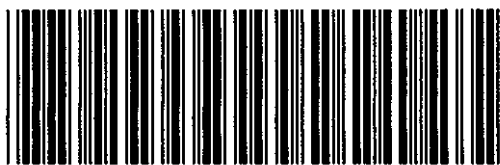
The Registrar of Companies for Scotland hereby certifies that

OCEANGUST LIMITED

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

BUILDING PRODUCTS ADVICE CENTRE LTD.

Given at Companies House, Edinburgh, the 30th September 1998



CSC188006T

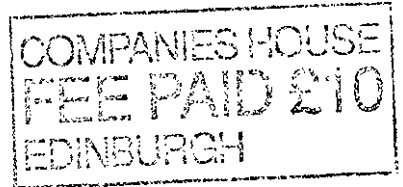
SHEILA INGLIS

Registrar Of Companies



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

THE COMPANIES ACTS 1985 to 1989



COMPANY NUMBER SC188006

SPECIAL RESOLUTION OF

OCEANGUST LIMITED

We, the undersigned, JORDANS (SCOTLAND) LIMITED and OSWALDS OF EDINBURGH LIMITED, being all the Members for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings HEREBY PASS the following resolution as a Special Resolution and agree that the said resolution shall, pursuant to Clause 53 in Table A (which Clause is embodied in the Articles of Association of the Company) or pursuant to any applicable rule of law, for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

It is resolved:

That the name of the Company be changed to:-

BUILDING PRODUCTS ADVICE CENTRE LTD.

Date 6th August 1998.

Signed A. D. Dale
(Authorised Signatory of JORDANS (SCOTLAND) LIMITED)

Signed A. D. Dale
(Authorised Signatory of OSWALDS OF EDINBURGH LIMITED)

Ref.: 5A2439 / CFPU
OSWALDS of EDINBURGH
24 GREAT KING STREET
EDINBURGH, EH3 6QN



5A2439 (SC188006)