

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

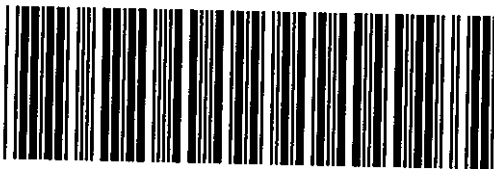
Company No. 3691965

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

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

THORNFIELD PROPERTIES (REDDITCH) INVESTMENTS LIMITED

Given at Companies House, London, the 23rd February 1999



C03691965M

A.J. Harness
A J HARNESS

For The Registrar Of Companies



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

Company No. 3691965

THE COMPANIES ACTS 1985 AND 1989



PRIVATE COMPANY LIMITED BY SHARES

RESOLUTIONS IN WRITING

of

STORMBAY LIMITED

Clifford Chance Nominees Limited, being the sole member of the Company who at the date of these resolutions is entitled to attend and vote at a general meeting of the Company, RESOLVES, in accordance with section 381A of the Companies Act 1985, AS FOLLOWS:

SPECIAL RESOLUTIONS IN WRITING

1. THAT a new memorandum of association in the form of the annexed draft, initialled by the Chairman for the purpose of identification, be adopted in substitution for the Company's existing memorandum of association.
2. THAT new articles of association in the form of the annexed draft, initialled by the chairman for the purpose of identification, be adopted in substitution for the Company's existing articles of association.
3. THAT the Company's name be changed to THORNFIELD PROPERTIES (REDDITCH) INVESTMENTS LIMITED.

The written resolutions in paragraphs 1, 2 and 3 take effect as special resolutions.

SIGNATURE: *M. E. Richards*
Martin Richards for and on behalf of *Dr. Richards*
Clifford Chance Nominees Limited

DATE: 19 February 1999

N/C £100
NW 001536
S/DAY