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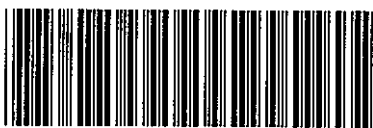
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3122084

The Registrar of Companies for England and Wales hereby certifies that
ALNERY NO. 1524 LIMITED

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

Given at Companies House, Cardiff, the 22nd February 1996



C03122084L

V J Kendrick
MRS V J KENDRICK

For the Registrar of Companies

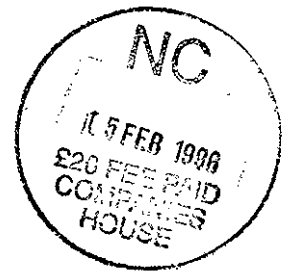


C O M P A N I E S H O U S E

HC006B

222

Company number
3122084



THE COMPANIES ACTS

COMPANY LIMITED BY SHARES

RESOLUTION

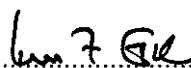
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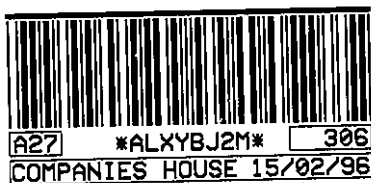
ALNERY NO. 1524 LIMITED

(passed on 12th February, 1996)

The following resolution was duly passed as a special resolution of the company by the sole member of the company on 12th February, 1996:

That the name of the company be changed to LAFAYETTE HEALTHCARE, LIMITED.


for Alnery Incorporations
No. 1 Limited (sole member)



9 cheap side
lencow
E2V 6AD