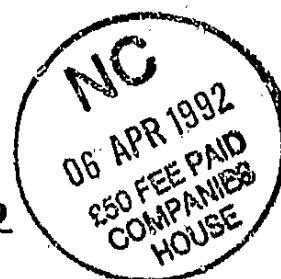


THE COMPANIES ACTS 1985 TO 1989



LARKINGS LIMITED

No. 2663676

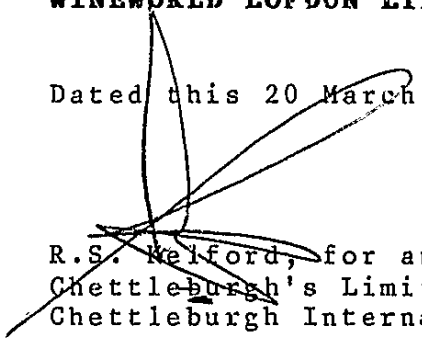
Pursuant to Regulation 53 of Table A in the Schedule to the Companies (Tables A to F) Regulations 1985 as amended by the Companies (Tables A to F) (Amendment) Regulation 1985, we, the undersigned, being all the members of the above Company for the time being entitled to receive notice of, attend and vote at General Meetings, hereby unanimously pass the following Resolution and agree that the said Resolution shall 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.

SPECIAL RESOLUTION

That pursuant to Section 28(1) of Part I Chapter II of the Companies Act, 1985 the name of the Company be changed to:-

**WINEWORLD LONDON LTD.**

Dated this 20 March 1992.

  
R.S. Kelford, for and on behalf of both  
Chettleburgh's Limited and  
Chettleburgh International Limited

Filed by:  
CHETTLEBURGH'S LIMITED  
Temple House  
20 Holywell Row  
London EC2A 4JB  
Tel: (071) 377-0381  
Ref: 2663676.1134-14.

FILE COPY



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

No. 2663676

I hereby certify that

**LARKINGS LIMITED**

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

**WINEWORLD LONDON LTD.**

Given under my hand at the Companies Registration Office,  
Cardiff the 10 APRIL 1992

A handwritten signature in dark ink, appearing to read 'L. Parry'.

MRS. L. PARRY

an authorised officer