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CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

Company No. 2644182

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

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

BIBIS RESTAURANTS LIMITED

Given at Companies House, Cardiff, the 23rd December 1998

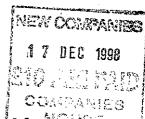


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BIBIS LIMITED

Minutes of the Extraordinary General Meeting held at the registered office on 30th November 1998.

PRESENT:- O.E.E. TEODORANI - DIRECTOR & CHAIRMAN MRS M SLATER - COMPANY SECRETARY

NOTICE OF MEETING:-

The Company Secretary confirmed that (due notice convening the meeting had been sent to every member, the directors, the auditors and any other person entitled to receive a copy thereof respectively in accordance with the articles of association of the Company).

CHANGE OF NAME:-

It was resolved by special resolution that the name of the Company be changed to BIBIS RESTAURANTS LIMITED.

The Secretary was instructed to attend all necessary arrangements in respect of the above business.

There being no further business the meeting ended.

O.E.E. TEODORANI CHAIRMAN

30th November 1998

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