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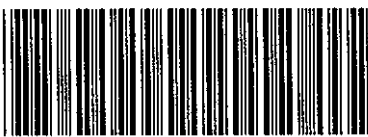
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2949553

The Registrar of Companies for England and Wales hereby certifies that
LEGOLAND PARK DESIGN LIMITED

having by special resolution changed its name, is now incorporated
under the name of
LEGO LIFESTYLE INTERNATIONAL LIMITED

Given at Companies House, Cardiff, the 14th July 1998



C02949553D

E. P. Owen
MRS. E. P. OWEN

For the Registrar of Companies



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

HC006B

Company No. 2949553

THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION IN WRITING

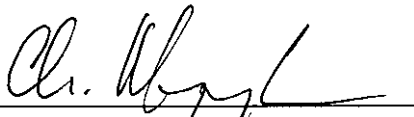
of

LEGOLAND Park Design Limited

Pursuant to S381A(6) of the Companies Act 1985, we, being the sole member of the Company who would, at the date of this resolution, have been entitled to vote upon it as if it had been proposed at a general meeting at which we were present, pass the following resolution as a special resolution:

SPECIAL RESOLUTION

That the name of the Company be changed to LEGO Lifestyle International Limited.

X 
for and on behalf of LEGO
Park Holding U.K. Limited

X 29 June 1998
Dated

