



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 159847

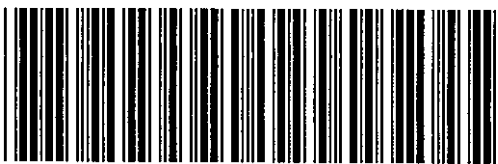
The Registrar of Companies for Scotland hereby certifies that

PACIFIC SHELF 650 LIMITED

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

TEASSES ESTATE LIMITED

Given at Companies House, Edinburgh, the 31st January 1996



\*CSC159847U\*

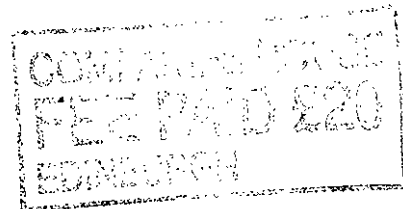
**J. HENDERSON**

Registrar Of Companies



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

**PACIFIC SHELF 650 LIMITED**  
**Incorporated in Scotland No. 159847**



At an Extraordinary General Meeting of Pacific Shelf 650 Limited held on 8th January 1996 the following resolutions were duly passed:

1. Special Resolution

"That the name of the Company be changed to Teasses Estate Limited".

2. Special Resolution

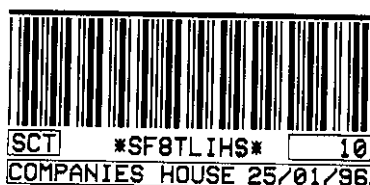
"That the authorised share capital of the Company be and is hereby increased from £1,000 to £2,000,000 divided into 2,000,000 Ordinary Shares of £1 each by the creation of an additional 1,999,000 Ordinary Shares of £1 each ranking pari passu in all respects with the existing Ordinary Shares of £1 in the Capital of the Company".

3. Special Resolution

"That the regulations contained in the document submitted to this meeting and for the purposes of identification signed as relative to this resolution, be and are hereby approved and adopted as being the new Articles of Association of the Company in substitution for and to the exclusion of the existing Articles of Association of the Company".

4. Ordinary Resolution

"That the Directors be and are hereby authorised generally and unconditionally pursuant to Section 80 of the Companies Act 1985, to allot



AAO:PAC-650-SPEC.RES

6 Ordinary Shares of £1 each in the capital of Company, at par, to Alexander Fraser Morrison and 2 Ordinary Shares of £1 each in the capital of the Company, at par, to Alexander Fraser Morrison 1989 Trust, as if Section 89(1) of the Companies Act 1985 did not apply to such allotment, provided that this authority shall expire on the anniversary of the passing of this resolution".

For MD Directors Limited  
John Hay (Directr)  
.....  
Director/Secretary

8.1.96  
.....  
Dated