



F96000002005

Kerkering, Barberio & Co., P.A.
Certified Public Accountants

Established 1972

October 21, 1999

Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: Murray (UK) PLC, Inc.

Dear Sir or Madam:

Per your request, enclosed are the following documents:

1. Application for Amendment signed by chairman, John P.S. Murray
2. Original certificate of incorporation dated May 21, 1998
3. Letter from Rowe, Suckling & Co. validating the certificate of incorporation
4. Check in the amount of \$35 made payable to the Florida Department of State

Please let me know if you need anything further.

Very truly yours,

KERKERING, BARBERIO & CO., P.A.

Renea M. Glendinning
Renea M. Glendinning, CPA

Principals

- Allan J. Barberio, CPA
- Charles R. Baumann, CPA
- Robert P. Clarke, CPA
- H. Dieter Gebhard, CPA (Ret.)
- Renea M. Glendinning, CPA
- Richard E. Goble, CPA
- Susan B. Grundy, CPA
- Kathleen A. Hargreaves, CPA
- Richard J. Kerkering, CPA (Ret.)
- Robert J. Lane, CPA
- William G. Miles, CPA
- Caroline D. Strickland, CPA

Managers

- Julie L. Bynum, CPA
- Beth C. Ebersole, CPA

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*****35.00 *****35.00

- W. Kemp Gibson, III, CPA
- Robin K. Knuth, CPA
- Janet C. Narvaez, CPA
- Pauline J. Parrish
- James R. Schnarr
- Margaret Shoaf, CPA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. LEWIS



Kerkering, Barberio & Co., P.A.
Certified Public Accountants

Established 1972

July 9, 1999

Florida Department of State
Division of Corporations
P. O. Box 1500
Tallahassee, Florida 32302-1500

RE: Mid-Kent Developments Limited
FEI 98-0160268
Document #F96000002005

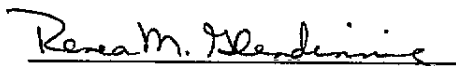
Dear Sir or Madam:

The above-named entity has legally changed its name to Murray (UK) PLC. Please change your records to show the name of the company as Murray (UK) PLC, Inc. A copy of the certificate on change of name is enclosed.

Please let me know if you need anything further.

Very truly yours,

KERKERING, BARBERIO & CO., P.A.


Renea M. Glendinning, CPA

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Barbara B. Gardner
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Robin K. Knuth, CPA
Janet C. Narvaez, CPA
Pauline J. Parrish
James R. Schnarr
Margaret Shoaf, CPA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 27, 1999

RENEA M. GLENDINNING, CPA
KERKERING, BARBERIO & CO., P.A.
P. O. BOX 49348
SARASOTA, FL 34230-6948

SUBJECT: MID-KENT DEVELOPMENTS LIMITED, INC.
Ref. Number: F96000002005

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

A foreign corporation which has changed its name, duration, jurisdiction, or purpose (nonprofit corporation only), should file an amended application in this office within 30 days after the occurrence of any such change. The form should be accompanied by an original certificate from the domicile state issued within the past 90 days evidencing the change and a filing fee of \$35.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 699A00038193



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME
AND RE-REGISTRATION OF A PRIVATE COMPANY
AS A PUBLIC COMPANY**

No.1344568

I hereby certify that

MID-KENT DEVELOPMENTS LIMITED

formerly registered as a private company having changed its name and having this day been re-registered under the Companies Act 1985 as a public company is now incorporated under the name of

MURRAY (UK) PLC

and that the company is limited.

Given under my hand at Companies House, Cardiff the 21st May 1998

A handwritten signature in black ink, appearing to read 'A. P. Wall', enclosed within a large, loopy oval flourish.

A. P. WALL

An Authorised Officer

ROWE, SUCKLING & CO.
Chartered Certified Accountants

Gerald Rowe, F.C.C.A., A.T.L.
John A.T. Allen, F.C.C.A.

Orchard House
54 Station Road
New Barnet
Herts EN5 1QG

Our Ref:
Your Ref:

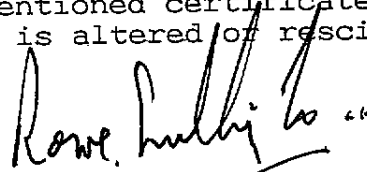
Tel: 0181 - 440 8356
Fax: 0181 - 441 6728
E-Mail: rsuckling@aol.com

TO WHOM IT MAY CONCERN

CHANGE OF NAME FROM MID KENT DEVELOPMENTS LTD TO MURRAY (UK) PLC

We, as the appointed Auditors of Murray (UK) Plc, hereby certify that the Certificate of Incorporation on Change of Name and Re-registration of a Private Company as a Public Company given by Companies House, Cardiff on 21st May 1998 is valid as of today's date.

We further certify that the aforementioned certificate will remain valid until such time as it is altered or rescinded by Companies House, Cardiff.



ROWE, SUCKLING & CO

Dated this 1st day of September 1999