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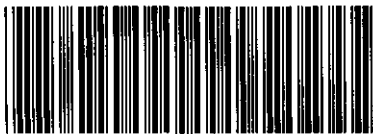
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 5299972

The Registrar of Companies for England and Wales hereby certifies that
"COOL " POOLS & SPAS LIMITED

having by special resolution changed its name, is now incorporated
under the name of
"COOL" POOLS & SPAS LIMITED

Given at Companies House, Cardiff, the 2nd December 2004



C052999721



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

HC006B

104509/10

THE COMPANIES ACT 1985 (as amended)

3 DEC 2004

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

(Pursuant to s.378 of The Companies Act 1985)

OF

"COOL "POOLS & SPAS LIMITED

Company Number 5299972

At an Extraordinary General Meeting of the above-named Company, duly convened and held at:

25 Hill Road
Theydon Bois
Epping
Essex
CM16 7LX

On the 30th November 2004 at 10.00am the following Resolution was duly passed as a Special Resolution:

RESOLUTION

THAT the name of the Company be and is hereby changed to

"COOL" POOLS & SPAS LIMITED



FOR ~~Theydon~~ Nominees Ltd

