

COMPANY NO. 510607

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF

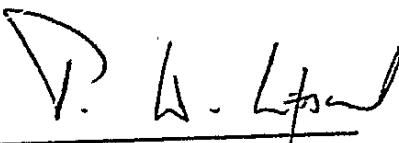
ARTHUR GUINNESS SON AND COMPANY (GREAT BRITAIN) LIMITED

Passed on Monday 17th October 1988

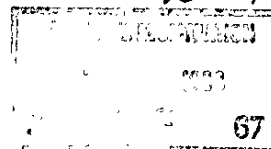
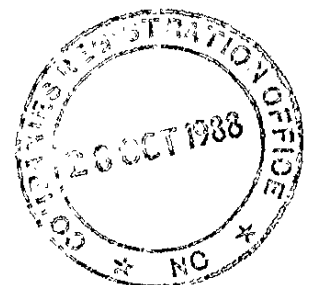
At an Extraordinary General Meeting of the above named Company duly convened and held at Park Royal Brewery, London, NW10 7RR on Monday 17th October 1988 at 2.00 pm the following Resolution was passed as a Special Resolution.

RESOLUTION

THAT the name of the Company be and it is hereby changed to Guinness Brewing Worldwide Limited



CHAIRMAN



FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 510607

I hereby certify that

**ARTHUR GUINNESS SON AND COMPANY (GREAT
BRITAIN) LIMITED**

having by special resolution changed its name,
is now incorporated under the name of
GUINNESS BREWING WORLDWIDE LIMITED

Given under my hand at the Companies Registration Office,
Cardiff the 1 DECEMBER 1988

A handwritten signature in cursive script, appearing to read 'B.M. Jones'.

Mrs. B.M. JONES

an authorised officer