

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 27883

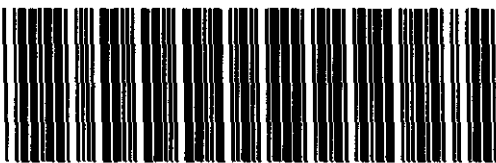
The Registrar of Companies for England and Wales hereby certifies that

HEMSCOTT.NET GROUP PLC

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

HEMSCOTT PLC

Given at Companies House, London, the 25th April 2001



C000278830

A handwritten signature in black ink, appearing to read 'K Davis'.

K DAVIS

For The Registrar Of Companies



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

81 Day £80
N/C
HTSB 123693



Company No.00027883

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

RESOLUTIONS

OF

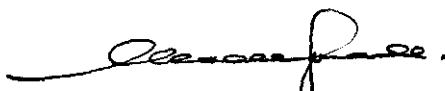
HEMSCOTT.NET GROUP PLC

(Passed on 24 April 2001)

At an **Annual General Meeting** of the above-named Company, duly convened and held at 62 Threadneedle Street, London on 24 April 2001, the following Resolution was duly passed as a Special Resolution of the Company -

SPECIAL RESOLUTION

That the name of the Company be changed to Hemscott plc.


.....
Chairman

