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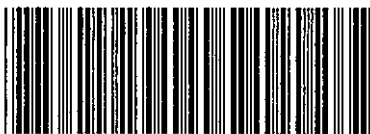
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 1865065

The Registrar of Companies for England and Wales hereby certifies that
BON CUISINE LIMITED

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

Given at Companies House, Cardiff, the 16th July 1998



C01865065F

A L Turner
A L TURNER

For the Registrar of Companies

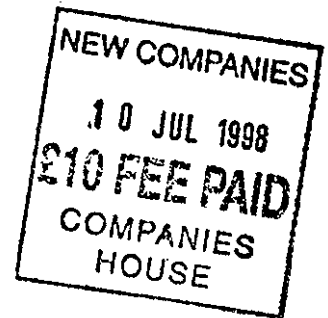


C O M P A N I E S H O U S E

HC006B

COPY SPECIAL RESOLUTION

COMPANY NUMBER 1865065



BON CUISINE LIMITED

At an Extraordinary General Meeting of the members of the above - named company, duly convened and held at Valley Road, Birkenhead on the eighth day of July 1998 the following SPECIAL RESOLUTION was duly passed :-

That the name of the Company be changed to :-

ONLINE SOLUTIONS LIMITED

Signed 

Secretary for and on behalf of

Park Food Secretaries Limited

8th July 1998