

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 1950988

The Registrar of Companies for England and Wales hereby certifies that
EALING SCIENTIFIC LIMITED

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

Given at Companies House, Cardiff, the 5th June 1997



C019509884

R. C. Edwards
R. C. EDWARDS

For the Registrar of Companies



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

HC006B

Company No. 1950988

THE COMPANIES ACT 1985

WRITTEN RESOLUTION

OF

EALING SCIENTIFIC LIMITED

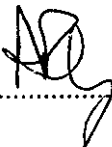


WE, the undersigned, being the sole Member of the above Company for the time being entitled to receive notice of, attend and vote at General Meetings, hereby unanimously pass the following Resolution as a Special Resolution and agree that the said Resolution shall for all purposes be as valid and effective as if the same had been passed as a Special Resolution at a General Meeting of the Company duly convened and held.

IT WAS RESOLVED that the name of the Company be changed to 600 Scientific Limited.

Dated the 21st day of May 1997.

For and on behalf of
EALING ELECTRO OPTICS plc


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