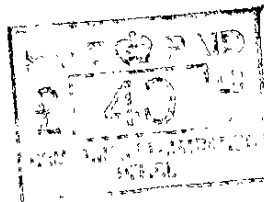


THE COMPANIES ACT 1985

JORDAN & SONS LIMITED
JORDAN HOUSE
BRUNSWICK PLACE
LONDON
N1 6EE

Company Number 2025015 16



SPECIAL RESOLUTION OF

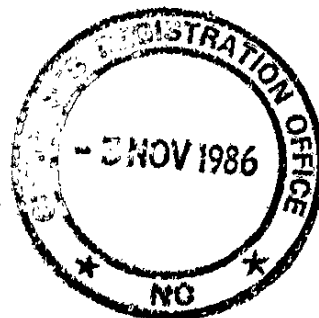
..... SMARTFAME LIMITED

We, the undersigned, Michael Richard Counsell and Christopher Charles Hadler, being all the Members for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings HEREBY PASS the following resolution as a Special Resolution and agree that the said resolution shall, pursuant to Clause 53 in Table A (which Clause is embodied in the Articles of Association of the Company), for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

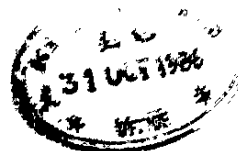
It is resolved:

That the name of the Company be changed to

FLEET ESTATES LIMITED



Dated this 2nd day of October 198 6



Signed

[Signature of M.R. Counsell]
[Signature of C.C. Hadler]

(M.R. Counsell)

(C.C. Hadler)

214706/PN

FILE COPY



CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

No. 2025015 17

I hereby certify that

SMARTFAME LIMITED

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

Given under my hand at the Companies Registration Office,
Cardiff the

7TH NOVEMBER 1986

M. Moss.
MRS. M. MOSS

an authorised officer