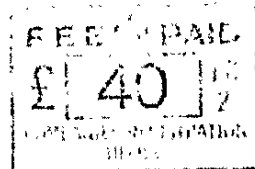


THE COMPANIES ACT 1985

Company Number 2036243 / 4



SPECIAL RESOLUTION OF

OPENORBIT
..... 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

JUPITER TARBUTT LIMITED

OK

Dated this 12th day of November 198 6

Signed

M.R. Counsell (M.R. Counsell)

C.C. Hadler (C.C. Hadler)

216112/PN

COMPANY LIMITED
OF THE PLACE
LONDON SE1
TEL 01 253 3030



FILE COPY



CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

No. 2036243

I hereby certify that

OPENORBIT LIMITED

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

Given under my hand at the Companies Registration Office,
Cardiff the 3RD DECEMBER 1986


an authorised officer