

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 2462964

I hereby certify that

TAROT INCENTIVE PROMOTIONS LIMITED

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

CONCEPT INCENTIVES LIMITED

Given under my hand at the Companies Registration Office,
Cardiff the 7 FEBRUARY 1992

D. M. Jones
MRS D. M. JONES

an authorised officer

COMPANY NUMBER: 2462964



The Companies Act 1985
Company Limited by Shares

SPECIAL RESOLUTION

OF

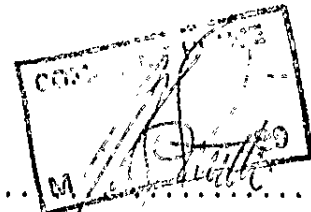
TAROT INCENTIVE PROMOTIONS LIMITED

Passed 30th day of January 1992.

At an EXTRAORDINARY GENERAL MEETING of the above named Company, duly convened, and held at Bank House, 217 Higher Hillgate, Stockport, SK1 3PE, on the 30th day of January 1992, the subjoined SPECIAL RESOLUTION was duly passed, viz:-

RESOLUTION

That the name of the Company be changed to CONCEPT INCENTIVES LIMITED.



CHAIRMAN

NW8
250 -
001554

Bank House
217 Higher Hillgate
Stockport
Cheshire
SK1 3PE