

**FILE COPY**



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 2936887

The Registrar of Companies for England and Wales hereby certifies that

WHALE HOLDINGS LIMITED

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

WHALE TECHNOLOGY LIMITED

Given at Birmingham, the 7th November 2001



\*C029368876\*

A handwritten signature in black ink, appearing to be 'D Bailey'.

D BAILEY (MR)

For The Registrar Of Companies



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

THE COMPANIES ACT 1985  

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COMPANY LIMITED BY SHARES  

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**WHALE HOLDINGS LIMITED**

(a company registered in England no. 2936887)

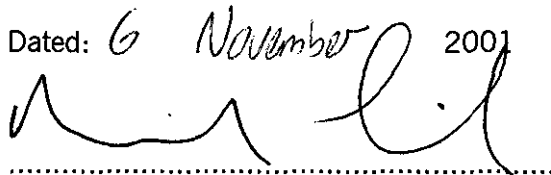
**WRITTEN RESOLUTION  
OF  
MEMBERS**

We, being all the holders of all the issued ordinary and cumulative irredeemable preference shares having the right to vote at any general meeting, hereby resolve pursuant to section 381A of the Companies Act 1985 (as amended) and all other powers (to the intent that the following written resolution shall be as effectual as if it had been passed as a special resolution at a general meeting duly convened and held) as follows:

**RESOLUTION**

That, subject to the consent of the Registrar of Companies, the name of the Company be and hereby is changed to Whale Technology Limited.

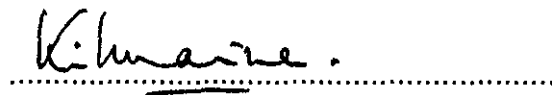
Dated: 6 November 2001



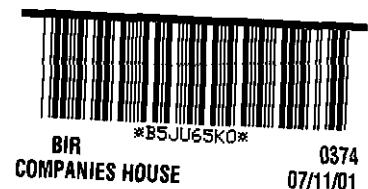
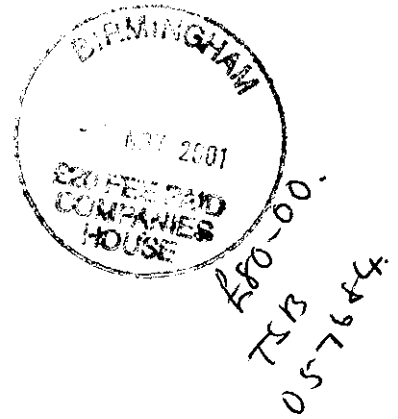
Michael Harold Naylor Fisher

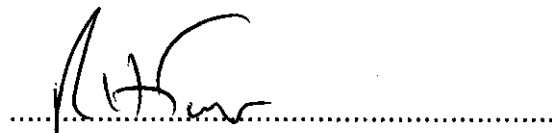


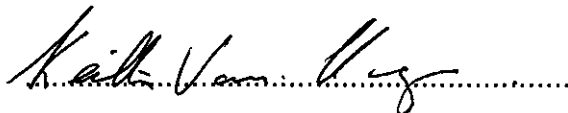
Keith Leslie Palmer

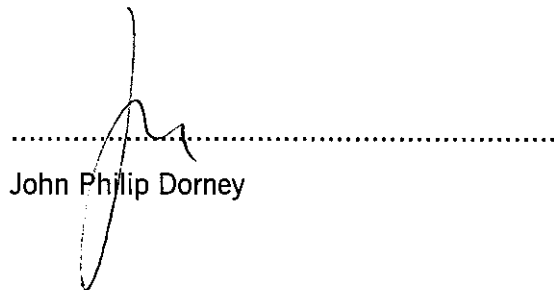



The Rt. Honourable the Lord Kilmaine

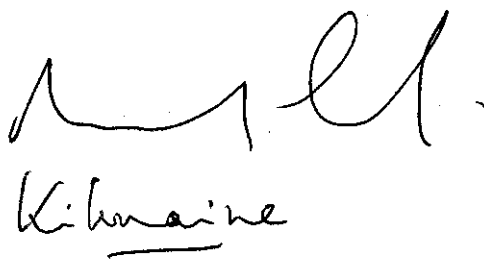


  
Roderic Henry Turner

  
Keith Norman Van Hagen

  
John Philip Dorney

  
M.H.N. Fisher and K.L. Palmer  
for and on behalf of  
The K.L. Palmer Trust

  
M.H.N. Fisher and The Rt. Hon Lord Kilmaine  
for and on behalf of  
The Lord Kilmaine Trust