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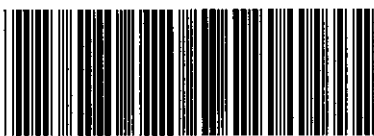
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3730056

The Registrar of Companies for England and Wales hereby certifies that
CASTLEGATE 116 LIMITED

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

Given at Companies House, Cardiff, the 11th August 2000



C03730056A



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

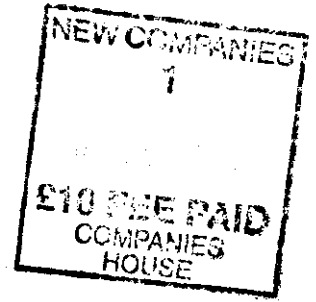


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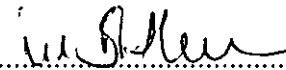
THE COMPANIES ACT 1985
COMPANY NUMBER 3730056
SPECIAL RESOLUTION OF
CASTLEGATE 116 LIMITED



I, the undersigned, being the sole member of the above-named Company **HEREBY PASS** the following resolution as a Special Resolution and agree that the said resolution shall, pursuant to Regulation 53 in Table A (which Regulation 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 "Castlegate Secretaries Limited"


.....
Iain Blatherwick

Dated 4 August 2000

