

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4005573

The Registrar of Companies for England and Wales hereby certifies that

MARKETSHOP LIMITED

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

DRIFT ST BARTHS LIMITED

Given at Companies House, London, the 26th June 2000



C04005573P

A handwritten signature in ink, appearing to read 'R. Davis'. Below the signature, the word 'REGISTRAR' is printed in a small, sans-serif font.

For The Registrar Of Companies



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

Company No. 4005573

The Companies Acts 1985 to 1989



SPECIAL RESOLUTION

OF

MARKETSHOP LIMITED

At an Extraordinary General Meeting of the Company duly convened and held at the Registered Office of the Company the following Resolutions were duly passed as Special Resolutions, viz:

RESOLUTIONS

Passed 23/06/2000

1. THAT, subject to the consent of the Secretary of State for Trade and Industry, the name of the Company be changed to:-

DRIFT ST BARTHS LIMITED

2. THAT, clause 1 of the Memorandum of Association of the Company be amended to show the new name of the Company.


Chairman

PLEASE FORWARD CERTIFICATE OF INCORPORATION VIA COMPANIES HOUSE FOR COLLECTION BY STANLEY DAVIS GROUP LIMITED.

s/Day 100.
N/C.

HSBC

105733