

FILE COPY



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 4134744

The Registrar of Companies for England and Wales hereby certifies that

ENTERPRISE SOLUTIONS UK FINANCE I LIMITED

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

DAMOVO UK FINANCE I LIMITED

Given at Companies House, London, the 6th September 2001



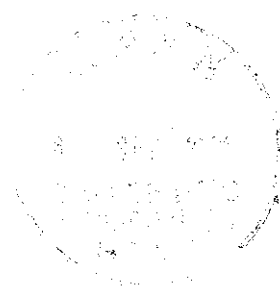
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A handwritten signature in black ink, likely of the Registrar of Companies.

For The Registrar Of Companies



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



Company No. 4134744

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION IN WRITING

of

ENTERPRISE SOLUTIONS UK FINANCE I LIMITED

Enterprise Solutions III s.a.r.l., being the sole member of the Company who at the date of this resolution is entitled to attend and vote at a general meeting of the Company, RESOLVES, in accordance with section 381A of the Companies Act 1985, to pass the following as a written resolution:

THAT the Company's name be changed to DAMOVO UK FINANCE I LIMITED.

SIGNATURE:

NP Stathopoulos

for and on behalf of Enterprise Solutions III s.a.r.l.

David Fitzgerald

Print name:

NICOL STATHOPOULOS

DAVID FITZGERALD

DATE:

29/8/01 2001



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COMPANIES HOUSE

0124  
10/09/90

APAX PARTNERS AND CO

29/08 '01 16:33 FAX 02078726405