

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4524855

The Registrar of Companies for England and Wales hereby certifies that
AMALGAMATED SYSTEMS LIMITED

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

Given at Companies House, Cardiff, the 4th December 2002



C045248553

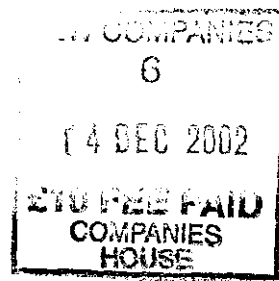


THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

000379



Amalgamated Systems Limited

Registered Number: 4524855

The Companies Acts 1985 and 1989

I, Director Nominees being the sole member for the time being of the above-named company entitled to receive notice of and to attend and vote at General Meetings hereby pass the following resolution as a Special Resolution and agree that the said resolution shall, pursuant to Clause 53 in Table A (which Clause 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.

SPECIAL RESOLUTION

1. That the name of the Company be changed from **Amalgamated Systems Limited** to **John Kearsley Limited**

Dated this 2ND December 2002

..... **Director Nominees**

