

FILE COPY



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 4654769

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

having by special resolution changed its name, is now incorporated

under the name of

PAN AFRICAN INTERNATIONAL LIMITED

Given at Companies House, Cardiff, the 10th March 2003



\*C046547699\*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES

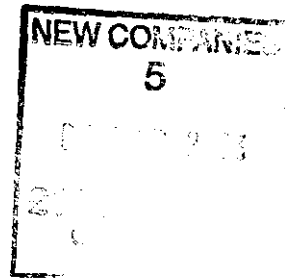


*Companies House*  
— for the record —

HC006B

101149

No of Company: 4654769



The Companies Act 1985

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

RESTROCK LIMITED

Passed 20 February 2003

We, the undersigned, being at the date of this Resolution, the only members of the Company entitled to attend and vote at General Meetings, hereby pass the following resolution as a WRITTEN RESOLUTION and agree that it shall be as valid and effectual as if passed at an Extraordinary General Meeting of the Company, duly convened and held viz:-

RESOLUTION

"THAT the name of the Company be and is hereby duly changed to PAN AFRICAN INTERNATIONAL LIMITED"

.....  
For and on behalf of  
MCS Formations Limited

.....  
For and on behalf of  
MCS Incorporations Limited

Artaius Company Services Limited  
233-237 Old Marylebone Road  
London, NW1 5QT.  
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