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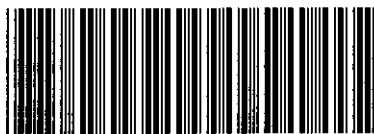
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4768906

The Registrar of Companies for England and Wales hereby certifies that
BROOMCO (3192) LIMITED

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

Given at Companies House, Cardiff, the 14th September 2005



C04768906D



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

Company No: 4768906

THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

RESOLUTION IN WRITING

of

BROOMCO (3192) LIMITED
("Company")

In accordance with section 381A of the Companies Act 1985, we, being the members of the Company who, at the date of this resolution, are entitled to attend and vote at a general meeting of the Company, hereby resolve:

RESOLUTION

THAT the name of the Company be changed from "Broomco (3192) Limited" to "Nexpress Limited".

This written resolution shall take effect as a special resolution of the Company.

.....
JAMES RICHARD DAVIS

..... 4 AUGUST 2005
Date

.....
ELIZABETH ANNE DAVIS

.....
Date
..... 4 AUGUST 2005
Date

.....
FOR AND ON BEHALF OF JAMES HAY
PENSION TRUSTEES LIMITED AS
TRUSTEE OF THE NEXPRESS
UNAPPROVED EXECUTIVE PENSION SCHEME

.....
JAMES RICHARD DAVIS AS TRUSTEE
OF THE NEXPRESS UNAPPROVED
EXECUTIVE PENSION SCHEME

..... 4 AUGUST 2005
Date

.....
FOR AND ON BEHALF OF STANDARD
LIFE TRUSTEE COMPANY LIMITED AS
TRUSTEE OF THE NEXPRESS SMALL
SELF ADMINISTERED SCHEME

.....
Date



.....
JAMES RICHARD DAVIS AS TRUSTEES OF
THE NEXPRESS SMALL SELF ADMINISTERED
SCHEME

..... 4 AUGUST 2005

Date

.....
ELIZABETH ANNE DAVIS AS TRUSTEES OF
THE NEXPRESS SMALL SELF ADMINISTERED
SCHEME

..... 4 AUGUST 2005

Date

.....
JAMES DAVIS AS TRUSTEE OF THE JAMES
RICHARD DAVIS DISCRETIONARY TRUST

..... 4 AUGUST 2005

Date

.....
ELIZABETH ANNE DAVIS AS TRUSTEE OF
THE JAMES RICHARD DAVIS DISCRETIONARY
TRUST

..... 4 AUGUST 2005

Date

.....
STEPHEN WOOLFE AS TRUSTEE OF THE JAMES
RICHARD DAVIS DISCRETIONARY TRUST

.....

Date

.....
PAUL DAVIS

.....

Date

.....
STEPHEN DAVIS

..... 4 AUGUST 2005

Date

.....
MARK T'ANSON

..... 4 AUGUST 2005

Date

.....
LESLEY PLACKETT

..... 4 AUGUST 2005

Date

.....
GRAEME TITCHENER

..... 4 AUGUST 2005

Date