

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4836873

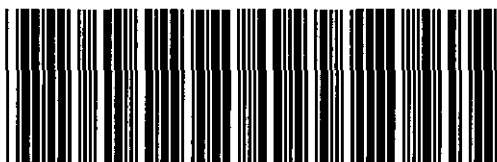
The Registrar of Companies for England and Wales hereby certifies that

LUMINAR SOUTH AND EAST LIMITED

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

LUMINAR NO.1 LIMITED

Given at Companies House, London, the 22nd July 2004



C04836873L



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

060796



LUMINAR
— plc —



Registered Number: 04836873

LUMINAR SOUTH AND EAST LIMITED
(the "Company")

PRIVATE COMPANY LIMITED BY SHARES

**WRITTEN RECORD OF SOLE MEMBER'S DECISIONS
PURSUANT TO SECTION 382B OF THE
COMPANIES ACT 1985**

The following is a written record pursuant to section 382B of The Companies Act 1985 (the "Act") of a decision of the sole member of the Company that has effect as if agreed by the Company in general meeting:

Special Resolution

1. THAT the name of the Company be changed to Luminar No.1 Limited.

Signed *[Signature]*
for and on behalf of
LUMINAR PLC

Date: 21 July 2004

(21081649.01)



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Incorporated in England and Wales with registered no: 04836873 Registered Office 41 King Street, Luton, LU1 2DW, VAT No: 660 5133 60



LD1
COMPANIES HOUSE

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22/07/04