



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 70049

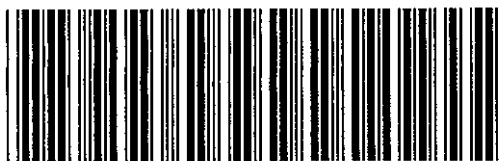
The Registrar of Companies for Scotland hereby certifies that

CALEDONIAN OFFSET LIMITED

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

THOMORG No. 32 LIMITED

Given at Companies House, Edinburgh, the 11th March 1997



CSC070049A

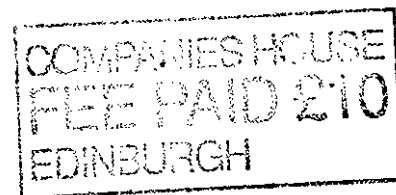
SHEILA INGLIS

Registrar Of Companies



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

Company No. 70049



THE COMPANIES ACT (1985)

.....
COMPANY LIMITED BY SHARES
.....

RESOLUTION
of
CALEDONIAN OFFSET LIMITED

passed on 21st February 1997

The following resolution was duly passed as a special resolution of the Company by the sole member of the Company on 21st February 1997:

The name of the Company be changed to THOMORG No. 32 LIMITED.

.....*Mussey*.....

for Thomson Regional Newspapers Ltd

