

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 150401

The Registrar of Companies for Scotland hereby certifies that

INDIGO ACTIVE VISION SYSTEMS LIMITED



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

INDIGOVISION LIMITED

Given at Companies House, Edinburgh, the 18th July 2000

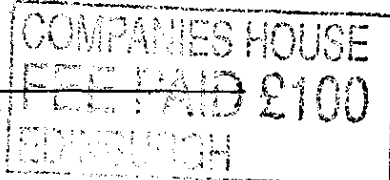


CSC150401H


Registrar Of Companies




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



THE COMPANIES ACTS 1985 to 1989

PRIVATE COMPANY LIMITED BY SHARES

INDIGO ACTIVE VISION SYSTEMS LIMITED

COMPANY NUMBER: SC150401

We, undersigned, being the only shareholder of the Company for the time being entitled to receive notice of and to attend and vote at General Meetings of the Company hereby pass the undernoted Special Resolution as a Written Resolution and agree that the said Special Resolution shall for all purposes be as valid and effective as if passed at a General Meeting of the Company duly convened and held:

Special Resolution

"That the name of the Company be changed to "IndigoVision Limited"


.....
For and on behalf of IndigoVision Group PLC

Dated:

17th

July 2000

