FILE COPY



CERTIFICATE OF INCORPORATION

ON CHANGE OF NAME

AND RE-REGISTRATION OF A PRIVATE COMPANY

AS A PUBLIC COMPANY

Company No. 160499

The Registrar of Companies for Scotland hereby certifies that

VIS INTERACTIVE MEDIA PRODUCTIONS LIMITED

formerly registered as a private company having changed its name and having this day been re-registered under the Companies Act 1985 as a public limited company is now incorporated under the name of

VIS Interactive plc

and that the company is limited.

Given at Companies House, Edinburgh, the 3rd October 1996

SCT *SNHWGPHE* 487 COMPANIES HOUSE 03/10/56 The Registrar Of Companies