

FILE COPY



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 267189

The Registrar of Companies for England and Wales hereby certifies that  
TEE & WHITEN (DISTRIBUTORS) LIMITED

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

Given at Companies House, Cardiff, the 16th December 1999



\*C00267189F\*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES

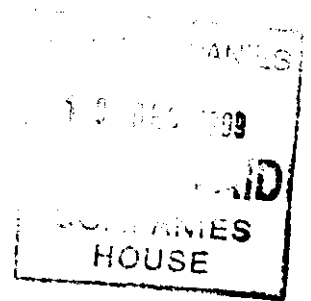


C O M P A N I E S H O U S E

HC006B

001625  
NO: 267189

THE COMPANIES ACTS 1985 -1989



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COMPANY LIMITED BY SHARES

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RESOLUTION  
OF  
TEE & WHITEN (DISTRIBUTORS) LIMITED

We, the undersigned, being all the members of the Company who at the date of this resolution would be entitled to attend and vote at a General Meeting of the Company, pursuant to Section 381A Companies Act 1985, hereby resolve as a Special Resolution as follows:

SPECIAL RESOLUTION

THAT with the consent of the Secretary of State, the name of the Company be changed to Haymarket Interactive Limited.

Dated 8 December 1999

*A. d. haw...*  
.....  
Company Secretary  
for Teesdale Publishing Company Limited

REF:SE/HAY396/HWP:1774

