

FILE COPY



CERTIFICATE OF INCORPORATION
ON RE-REGISTRATION OF A PUBLIC COMPANY
AS A PRIVATE COMPANY

Company No. 300534

The Registrar of Companies for England and Wales hereby certifies that

WARD HOLDINGS LIMITED

formerly registered as a public company has this day been re-registered under the Companies Act 1985 as a private company, and that the company is limited.

Given at Companies House, London, the 4th October 2000



R Davis
K DAVIS

For The Registrar Of Companies



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