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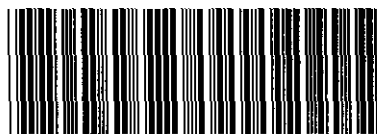
**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 732993

The Registrar of Companies for England and Wales hereby certifies that  
GEOPOST (UK) LIMITED

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

Given at Companies House, Cardiff, the 6th February 2001



\*C007329935\*



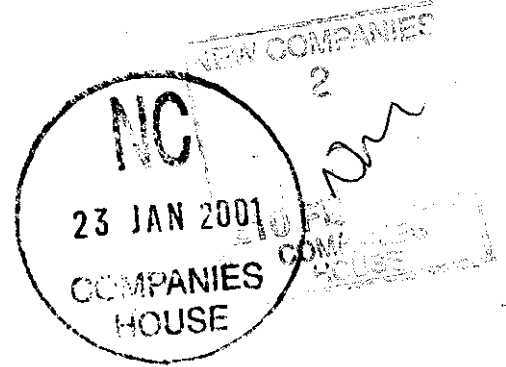
THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*  
— for the record —

HC006B

701250



COMPANIES ACT  
WRITTEN RESOLUTION  
OF

GeoPost (UK) Limited

COMPANY NUMBER: 732993

We the undersigned, being all the members of the above company, for the time being entitled to receive notice of, attend and vote at General Meetings, hereby unanimously pass the following resolution and agree that the said resolution shall for all purposes be as valid and effective as if the same had been passed at a General Meeting of the company duly convened and held.

It is resolved that the name of the company be changed to GeoPost UK Limited

Dated this day of 17<sup>th</sup> day of January 2001.

J E Bench (Secretary)

For and on behalf of GeoPost Intermediate Holdings

