

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 1310093

The Registrar of Companies for England and Wales hereby certifies that
KINGDOMWIDE DEVELOPMENTS LIMITED

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

Given at Companies House, Cardiff, the 5th July 2000



C013100934



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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

HC006B

030411

THE COMPANIES ACTS 1985 - 1989**COMPANY LIMITED BY SHARES**

Company Number: 01310093

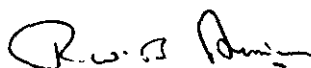
SPECIAL RESOLUTION of**KINGDOMWIDE DEVELOPMENTS LIMITED**

We the undersigned, being all the members of the Company entitled to vote at general meetings of the Company, hereby resolve as follows and declare that the following resolution shall be as valid and effective as if it had been passed as a special resolution at a General Meeting of the Company duly convened and held:

SPECIAL RESOLUTION

That the Company's name be changed to JVCO Limited

Signed:



On behalf of Places for People Group Limited

23 June 2000

