

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 1317353

The Registrar of Companies for England and Wales hereby certifies that
M. & O. BUSINESS SYSTEMS AND SOFTWARE (OXFORD) LIMITED

having by special resolution changed its name, is now incorporated
under the name of
M&O BUSINESS SYSTEMS LIMITED

Given at Companies House, Cardiff, the 21st May 1999



C01317353K



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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

HC006B

004245.

POUNDLAND

NEW COMPANIES

14 MAY 1999

£10 FEE PAID

COMPANIES
HOUSE

Company Number: 1317353

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

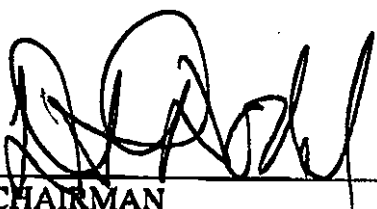
OF

M&O BUSINESS SYSTEMS SOFTWARE (OXFORD) LIMITED

AT AN EXTRAORDINARY GENERAL MEETING of the above named Company duly convened and held at The Meadows, Cannock Road, Wolverhampton WV10 ORD on the 12th day of May 1999, the following Resolution was passed as a Special Resolution:

SPECIAL RESOLUTION

That the name of the Company be changed to "M&O Business Systems Limited"


CHAIRMAN



POUNDLAND
The ISE Group plc,
The Meadows, Cannock Road,
Wolverhampton WV10 ORD England
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