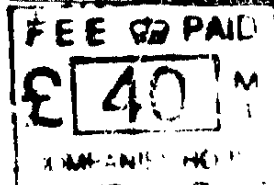


NO 1369940




THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION
OF
ACTIVAIR LIMITED
PASSED THE 2ND OCTOBER 1989

At an EXTRAORDINARY GENERAL MEETING of the above-named Company duly convened and held on the 2nd day of October 1989 the following Resolution was passed as a SPECIAL RESOLUTION :-

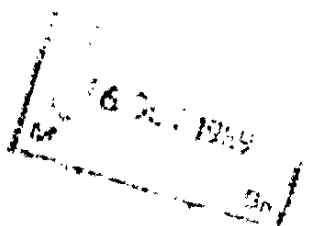
RESOLUTION

1. That the name of the company be changed to "Activair (UK) Limited"

.....

A.J. STINTON (DIRECTOR)

2nd October 1989



FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 1369940

I hereby certify that

ACTIVAIR LIMITED

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

ACTIVAIR (UK) LIMITED

Given under my hand at the Companies Registration Office,
Cardiff the 24 OCTOBER 1989

A handwritten signature in dark ink, appearing to read 'J. A. Jones'.

an authorised officer