

Company number 1624297



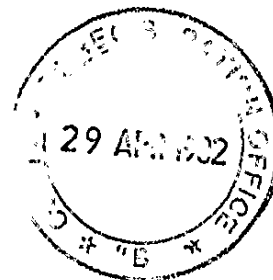
THE COMPANIES ACTS 1948 to 1981

SPECIAL RESOLUTION

of DIALMAIN LIMITED

At an Extraordinary General Meeting of the members of the above-named Company, duly convened and held at 81 City Road, London EC1Y 1BD, on the 25th April 1982 the following Special Resolution was duly passed:-

IT WAS RESOLVED that with the consent of the Department of Trade the Company name be changed to: MICROSOFT EUROPE LIMITED

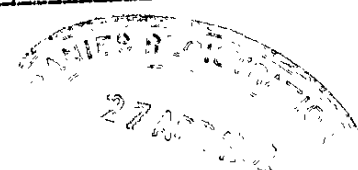


J. Nixon

SECRETARY

25/4/82

ICC Legal Services
ICC House
81 City Road
London EC1Y 1BD
Telephone 01-253 0063 Telex 23678



FILE COPY



CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

No. 1624297/11

I hereby certify that

DIALMAIN LIMITED

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

MICROSOFT EUROPE LIMITED

Given under my hand at Cardiff the 25TH MAY 1982

A handwritten signature in dark ink, appearing to read 'E. Wilson', written over a horizontal line.

Assistant Registrar of Companies

No. 1624297

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THE COMPANIES ACTS 1948 to 1981

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

MICROSOFT EUROPE LIMITED

(passed on 24 MARCH 1983)

At an EXTRAORDINARY GENERAL MEETING of the Company duly convened and held at BELLEVUE, SEATTLE, WASHINGTON on 24 MARCH 1983 the following Resolution was duly passed as a Special Resolution of the Company:-

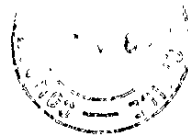
RESOLUTION

That the name of the Company be changed to MICROSOFT LIMITED.

.....
Chairman

NW
036499

E40.



FILE COPY



CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

No. 1624297 / 14

I hereby certify that

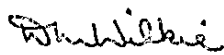
MICROSOFT EUROPE LIMITED

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

MICROSOFT LIMITED

Given under my hand at the Companies Registration

Office, Cardiff the 16TH JUNE 1983


MRS. D. M. WILKIE

an authorised officer