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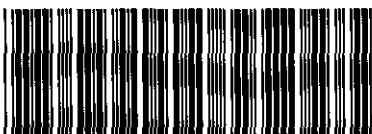
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 1653773

The Registrar of Companies for England and Wales hereby certifies that
W. & G. EQUIPMENT LEASING LIMITED

having by special resolution changed its name, is now incorporated
under the name of
CHERITON RESOURCES 16 LIMITED

Given at Companies House, Cardiff, the 13th November 2003



C01653773C



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

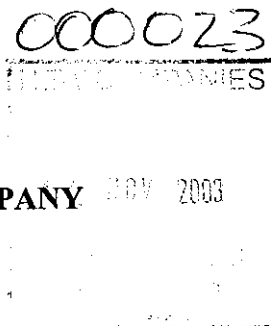
W. & G. EQUIPMENT LEASING LIMITED (the "Company")

(COMPANY NUMBER 01653773)

WRITTEN RESOLUTION OF THE SOLE MEMBER OF THE COMPANY

IN LIEU OF A GENERAL MEETING

PASSED ON 28 OCTOBER 2003



Royal Bank Leasing Limited, the sole member of the Company entitled to attend and vote at a general meeting hereby **RESOLVES THAT** the name of the Company be changed to Cheriton Resources 16 Limited.

For and on behalf of Cheriton Resources 9 Limited as attorney of Royal Bank Leasing Limited in exercise of a power of attorney dated 28 October 2003

