

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 1743099

The Registrar of Companies for England and Wales hereby certifies that

BT CELLNET LIMITED

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

O2 (UK) LIMITED

Given at Companies House, London, the 19th April 2002



C01743099I

A handwritten signature in ink, likely belonging to the Registrar of Companies.

For The Registrar Of Companies



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

Certified to be a
True Copy

Paul S. H.
.....
Director / Secretary

Company No. 1743099

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF THE MEMBERS OF

BT CELLNET LIMITED

We, the undersigned, being all the members of the above company for the time being having a right to attend and vote at general meetings, hereby pass the following resolution in accordance with section 381A of the Companies Act 1985, as inserted by section 113 of the Companies Act 1989:

WRITTEN RESOLUTION

THAT the name of the Company be changed to O2 (UK) Limited

Signed *Paul S. H.* Date signed *15/4/02*
For and on behalf of Cellnet Networks Limited

Signed *[Signature]* Date signed *15/4/02*
For and on behalf of Cellnet Services Limited



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