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CERTIFICATE OF INCORPORATION

ON RE-REGISTRATION OF A PUBLIC COMPANY

AS A PRIVATE COMPANY

Company No. 2142066

The Registrar of Companies for England and Wales hereby certifies that

ACCO EUROPE LIMITED

formerly registered as a public company has this day been reregistered under the Companies Act 1985 as a private company, and that the company is limited.

Given at Companies House, London, the 19th July 2005



S. Eveo

For The Registrar Of Companies