

Company No: 2220037



THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION OF
PAYSYSTEM LIMITED

We, the undersigned being all the members of the above named company for the time being entitled to attend and vote at general meetings of the company hereby resolve that the following resolution be adopted as a SPECIAL RESOLUTION of the company.

THAT with the consent of the Department of Trade and Industry the name of the company be changed to:

"CEDARVALE LIMITED"

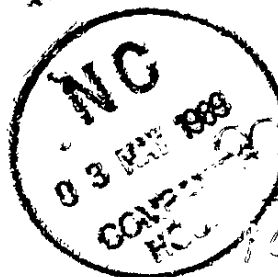
A handwritten signature in dark ink, appearing to be "J. S. H. H. H.".

For Church Commissioners
For England

A handwritten signature in dark ink, appearing to be "R. M. Hutchings".

R M Hutchings

17th April 1989



FILE COPY



CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

No. 2220037

I hereby certify that

PAYSYSTEM LIMITED

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

CEDARVALE LIMITED

Given under my hand at the Companies Registration Office,
Cardiff the 16 MAY 1989

M. Rose
M. ROSE

an authorised officer