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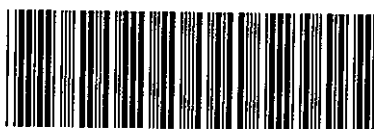
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2332678

The Registrar of Companies for England and Wales hereby certifies that
INTERMONEY AP LTD

having by special resolution changed its name, is now incorporated
under the name of
EXCO BIERBAUM AP LIMITED

Given at Companies House, Cardiff, the 5th January 1996




M.LEWIS

For the Registrar of Companies

C023326784



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

HC006B

Intermoney AP Limited

Hoekenrode 8
1102 BR Amsterdam
The Netherlands

P.O. Box 1469
1000 BL Amsterdam
The Netherlands

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Company No 2332678

THE COMPANY ACT 1985

PRIVATE COMPANY WITH LIMITED LIABILITY

At an Extraordinary General Meeting of the Company duly convened at Sherborne House, 119 Cannon Street, London, United Kingdom, on 21th December 1995 the following Special Resolution was passed unanimously, in person or by proxy by all members entitled to attend and vote at the meeting;-

SPECIAL RESOLUTIONS

IT WAS RESOLVED that the company changes its name to Exco Bierbaum AP Limited.

Secretary

