

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2339399

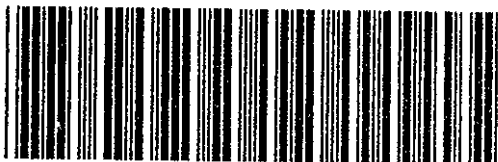
The Registrar of Companies for England and Wales hereby certifies that

INTELLIGENT ENVIRONMENTS EUROPE LIMITED

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

INTELLIGENT ENVIRONMENTS LIMITED

Given at Companies House, London, the 19th June 1996



C02339399I

L. Barnes
MRS. L. BARNES

For The Registrar Of Companies



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

No: 2339399

THE COMPANIES ACT 1985



COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

INTELLIGENT ENVIRONMENTS EUROPE LIMITED

Passed 18 June 1996

At an Extraordinary General Meeting of the Company duly convened and held on 18 June 1996 the following resolution was duly passed as a SPECIAL RESOLUTION.

RESOLUTION

That the name of the Company be changed from "Intelligent Environments Europe Limited" to "Intelligent Environments Limited"

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