THE COMPANIES ACT 1985

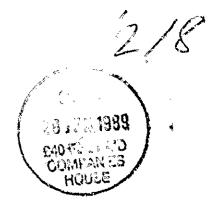
2349713

Company Number

....

SPECIAL RESOLUTION OF

BESTSECOND LIMITED



We, the undersigned, INSTANT COMPANIES LIMITED and SWIFT INCORPORATIONS LIMITED, being all the Members for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings HEREBY PASS the following resolution as a Special Resolution and agree that the said resolution shall, pursuant to Clause 53 in Table A (which Clause is embodied in the Articles of Association of the Company), for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

It is resolved:

That the name of the Company be changed to:-

FIDELITY HOLDINGS (U.K.) LIMITED

7 JUL 1989 COMPANIES HOUSE

Dated this

20th

day of

June

198 ⁹

BBIBUFBURU.

(AUTHORISED SIGNATORY OF INSTANT COMPANIES LIMITED)

(AUTHORISED SIGNATORY OF SWIFT INCORPORATIONS LIMITED)

328091/XR

FILE COPY



CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

No. 2349713

I hereby certify that

BESTSECOND LIMITED

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

FIDELITY HOLDINGS (U.K.) LIMITED

Given under my hand at the Companies Registration Office,

Cardiff the 17 JULY 1989

an authorised officer