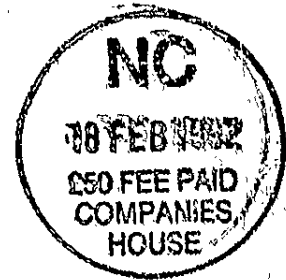


Company No. 2427982



COMPANIES ACT 1985

COMPANY LIMITED BY SHARES


RESOLUTION OF BROADREACH SERVICES LIMITED

Passed on 12th February, 1992

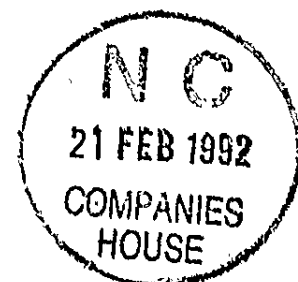
At an Extraordinary General Meeting of the above-named company duly convened and held on the 12th day of February 1992 at 17 The Broadway, Old Hatfield, Hertfordshire AL9 5HZ the following Resolution was duly passed as a Special Resolution.

SPECIAL RESOLUTION

THAT the name of the Company be and is hereby changed to "BROADREACH GROUP LIMITED".

.....

Chairman



FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 2427982

I hereby certify that

BROADREACH SERVICES LIMITED

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

BROADREACH GROUP LIMITED

Given under my hand at the Companies Registration Office,
Cardiff the 27 FEBRUARY 1992

M. Rose
M. ROSE

an authorised officer