

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2514463

The Registrar of Companies for England and Wales hereby certifies that
ASTICUS (GMS) LIMITED

having by special resolution changed its name, is now incorporated
under the name of
IVG ASTICUS (GMS) LIMITED

Given at Companies House, Cardiff, the 25th September 2002



C025144630



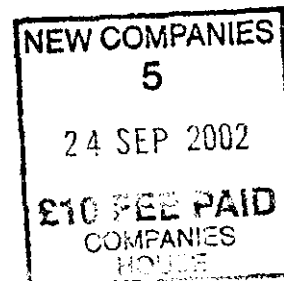
THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

Number of
Company
2514463



0335721-10

The Companies Act 1985 (as amended)

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

(Pursuant to s.378 of the Companies Act 1985)

of

ASTICUS (GMS) LIMITED

Passed on 18th September 2002

AT AN EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened, and held at 39 St James's Street London SW1A 1JD on 18th September the following Special Resolution was duly passed:-

SPECIAL RESOLUTION

THAT the name be changed to
IVG ASTICUS (GMS) LIMITED



Director

