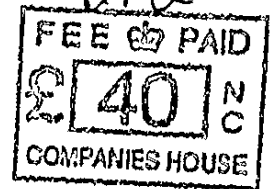


CONFIDENTIAL



COMPANIES ACT 1985

Written Resolution of

Wensley Enterprises Limited

Company Number 2547749

We, the undersigned being all the members of the above company for the time being entitled to receive notice of, attend and vote at general meeting hereby unanimously pass the following resolution and the said resolution shall for all purposes be valid and effective as if the same had been passed and held at a general meeting of the company duly convened and held.

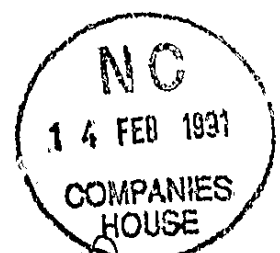
1. That the name of the company be changed to Premier Profiles Limited.

by.....*W. J. Jigg*.....
for and on behalf of DIRECTOR
Simco Director A Limited

Date.....12 FEB 1991.....

by.....*W. J. Jigg*.....
for and on behalf of DIRECTOR
Simco Director B Limited

Date.....12 FEB 1991.....



NW/E40/043714

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 2547749

I hereby certify that

WENSLEY ENTERPRISES LIMITED

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

PREMIER PROFILES LIMITED

Given under my hand at the Companies Registration Office,
Cardiff the 21 FEBRUARY 1991

A handwritten signature in dark ink, appearing to read 'F. A. Joseph'.

F. A. JOSEPH

an authorised officer