

Company No. 2553782

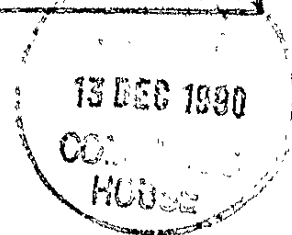


THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

- of -

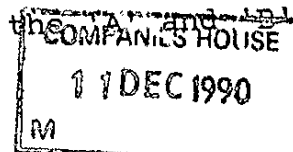
UNIQUERAPID LIMITED



At an EXTRAORDINARY GENERAL MEETING of the Company held at
10 Norwich Street, London EC4A 1Bd on *6th December*
1990 at *6.00* am/pm the following Resolution was passed as
a Special Resolution:

SPECIAL RESOLUTION

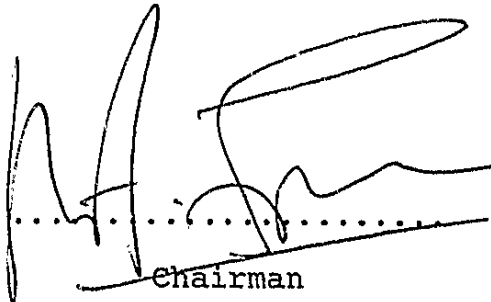
1. The Share Capital of the Company be altered as follows:
 - (i) the 2 Ordinary Shares of £1.00 each held by Michael Spencer and Paul Newman be converted into 'B' Ordinary Shares of £1.00;
 - (ii) the remaining unissued 9,998 Ordinary Shares of £1.00 each be converted into 9,998 'B' Ordinary Shares of £1.00 each;
 - (iii) the authorised share capital of the Company be increased from £1,000 to £100,000 by the creation of 70,000 'A' Ordinary Shares of £1 each and 29,000 'B' Ordinary Shares of £1 each;
 - (iv) the rights attaching to the 'A' and 'B' Ordinary Shares be as follows:



Handwritten signatures and initials

Ordinary Shares so created to be as set out
in the new Articles of Association mentioned
below.

2. The regulations contained in the printed document submitted to this meeting and for the purpose of identification signed by the Chairman be and the same are hereby approved and adopted as the Articles of Association of the Company in substitution for and to the exclusion of all existing Articles of Association of the Company.
3. That conditional upon Intercapital Commodity Swaps Limited (Company number 2547540) changing its name to Uniquerapid Limited that the Company's name be changed to Intercapital Commodity Swaps Limited.


.....
Chairman

COMPANIES HOUSE
11 DEC 1990
M 63
~~2547540/464117/2~~

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**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 2553782

I hereby certify that

UNIQUERAPID LIMITED

having by special resolution changed its name,

is now incorporated under the name of

INTERCAPITAL COMMODITY SWAPS LIMITED

Given under my hand at the Companies Registration Office,

Cardiff the 20 DECEMBER 1990

an authorised officer