

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2608610

The Registrar of Companies for England and Wales hereby certifies that
THE DODGE GROUP LIMITED

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

Given at Companies House, Cardiff, the 30th July 1998



C02608610T

R. C. Edwards
R. C. EDWARDS

For the Registrar of Companies



C O M P A N I E S H O U S E

HC006B

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION
OF
THE DODGE GROUP LIMITED



PASSED 7TH JULY 1998

At an Extraordinary General Meeting of the Shareholders of the Company duly convened and held at Burgoine House, Lower Teddington Road, Kingston Upon Thames, Surrey KT1 4ER the following Resolution was unanimously passed as a Special Resolution.

SPECIAL RESOLUTION

That the name of the company be changed to "FlexiInternational Software Limited".

Dated this 18th day of July 1998

A handwritten signature in black ink, appearing to be "J. All", written over a horizontal line.

CHAIRMAN

30/7
1998

