

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2642975

The Registrar of Companies for England and Wales hereby certifies that
DATAEASE INTERNATIONAL LTD.

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

Given at Companies House, Cardiff, the 25th April 1996

P. A. Morgan
P.A. Morgan



C02642975O

For the Registrar of Companies



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

HC006B

Company number: 2642975

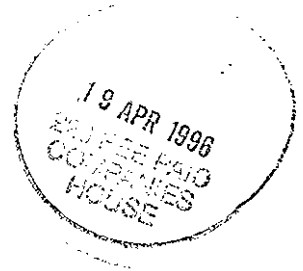
THE COMPANIES ACTS 1985 AND 1989

A Private Company Limited by Shares

WRITTEN RESOLUTION

of

DATAEASE INTERNATIONAL LIMITED



Pursuant to Section 381A of the Companies Act 1985, as amended by the Companies Act 1989

We, the undersigned, being all members for the time being entitled to attend and vote at general meetings of the above Company, hereby pass the following Resolution as a Special Resolution of the Company.

Special Resolution

That the Company's name be changed to SAPPHIRE INTERNATIONAL LIMITED.

SIGNED:

S.R. Page
for and on behalf of
Triangle Software International Inc.

DATED: 15 April 1996

