

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 2667339

I hereby certify that

I F A NETWORK LIMITED

having by special resolution changed its name,

is now incorporated under the name of

IFA NETWORK (SERVICES) LIMITED

Given under my hand at the Companies Registration Office,

Cardiff the 9 MARCH 1992


A. F. FLETCHER

an authorised officer

COMPANY NUMBER: 2667339

THE COMPANIES ACTS 1985 & 1989
PRIVATE COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION



of

IFA NETWORK LIMITED

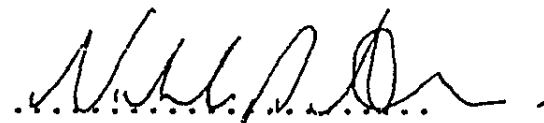
PASSED 2 FEBRUARY 1992

At an Extraordinary General Meeting of the Company duly convened and held on 2 FEBRUARY 1992 the undermentioned Special Resolution was duly passed.

SPECIAL RESOLUTION

that on 2nd March 1992 the name of the Company be changed to:

IFA NETWORK (SERVICES) LIMITED


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N P ANSELL
CHAIRMAN