THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

<u>of</u>

PER 1992
PEO FEE PAID COMPANIES HOUSE
COMPANIES HOUSE
-8 FEB 1992
M. 83

LYBIS LIMITED

5 FEBRUARY 1992

At an Extraordinary General Meeting of the Members of the Company duly convened and held at Hill House, 1 Little New Street, London EC4A 3TR on 5 February 1992 the subjoined resolution was duly passed as a Special Resolution:

SPECIAL RESOLUTION

"THAT subject to the consent of the Department of Trade and Industry the name of the Company be changed to FLEXTECH DISTRIBUTION LIMITED."

CHAIRMAN

FILE COPY



CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

No. 2678883

I hereby certify that

LYBIS LIMITED

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

FLEXTECH DISTRIBUTION LIMITED

Given under my hand at the Companies Registration Office, Cardiff the 14 FEBRUARY 1992

P. BEVAN

an authorised officer