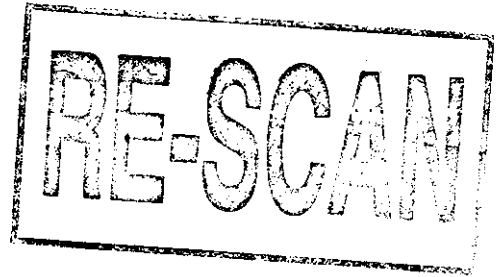


FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2743034

The Registrar of Companies for England and Wales hereby certifies that
PROGRESS INVESTMENTS LIMITED

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

Given at Companies House, Cardiff, the 17th May 1999



C02743034G



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

THIS CERTIFICATE/~~DOCUMENT~~ CONTAINS A MISTAKE IN
THE NAME OF THE COMPANY AND IS SUPERSEDED BY THE
CERTIFICATE/~~DOCUMENT~~ ON FILE.

HC006B

FILE COPY



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Given at Companies House, Cardiff, the 17th May 1999



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

THIS CERTIFICATE/~~DOCUMENT~~ SUPERSEDES THE
CERTIFICATE/~~DOCUMENT~~ ON FILE WHICH INCORRECTLY
QUOTED THE NAME OF THE COMPANY AS

PROGRESS LONDON LIMITED
ALTHOUGH THE INTENTION WAS TO SHOW
PROGRESS INDUSTRIES LIMITED

HC0068

SPECIAL RESOLUTION ON CHANGE OF NAME
COMPANIES ACTS

NEW COMPANIES

28 APR 1999

£10 FEE PAID

COMPANIES
HOUSE

NC

MAY 1999

COMPANIES
HOUSE

COMPANY NUMBER

2743034

2743034

COMPANY NAME

Progress Investments Limited

At an Extraordinary General*/Annual General*/General* Meeting of the members of the above named company, duly convened and held at:

N. Sethia House, 105 St John Street, London EC1M 4AS

on the

23

day of

April 1999

The following Special Resolution was duly passed:

That the name of the Company be changed to:

NEW NAME

Progress London Limited

Signature

*Chairman, Director, Secretary or Officer of the Company

Notes:

*Please delete as appropriate.

NB. The copy Resolution must be filed with the Registrar of Companies within 15 days after the passing of the Resolution. Please insert name and addresses to which the certificate is to be sent:

N. Sethia House, 105 St. John Street, London EC1M 4AS

THIS CERTIFICATE/DOCUMENT CONTAINS A MISTAKE IN
THE NAME OF THE COMPANY AND IS SUPERSEDED BY THE
CERTIFICATE/DOCUMENT ON FILE.

19-MAY-99 13:01 P.03

2743034

**SPECIAL RESOLUTION ON CHANGE OF NAME
COMPANIES ACTS**

COMPANY NUMBER : 2743034

COMPANY NAME : Progress Investments Limited

At an Extraordinary General*/Annual General*/General* Meeting of the members of the above named company, duly convened and held at:


N.Sethia House, 105 St.John Street, London EC1M 4AS

On the 23 day of April 1999

The following Special Resolution was duly passed.

NEW NAME : PROGRESS INDUSTRIES LIMITED

Signature



*Chairman, Director, Secretary or Officer of the Company

Notes:

- Please delete as appropriate.

NB. The copy Resolution must be filed with the Registrar of Companies within 15 days after the passing of the Resolution. Please insert name and addresses to which the certificate is to be sent:

N.Sethia House, 105 St.John Street, London EC1M 4AS

THIS ~~CERTIFICATE~~/DOCUMENT SUPERSEDES THE
~~CERTIFICATE~~/DOCUMENT ON FILE WHICH INCORRECTLY
QUOTED THE NAME OF THE COMPANY AS

PROGRESS LONDON LIMITED
ALTHOUGH THE INTENTION WAS TO SHOW
PROGRESS INDUSTRIES LIMITED,

Comp