

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2777908

The Registrar of Companies for England and Wales hereby certifies that
MCS NOMINEES LIMITED

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

Given at Companies House, Cardiff, the 23rd September 2002



C02777908M



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



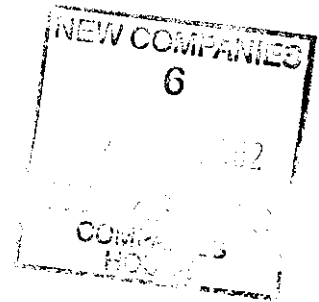
Companies House
— for the record —

HC006B

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COPY SPECIAL RESOLUTION

COMPANY NUMBER : 2777908



MCS NOMINEES LIMITED

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

pursuant to Section 378 Companies Act 1985

Passed 11th September 2002

At an extraordinary general meeting of the members of the above-named company, duly convened and held at 82 St John Street, London, EC1M 4JN on 11th September 2002 the following SPECIAL RESOLUTION was duly passed:

THAT the name of the Company be changed to: VANTIS NOMINEES LIMITED

Chairman

