

FILE COPY



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 2833330

The Registrar of Companies for England and Wales hereby certifies that  
V-NET LIMITED

having by special resolution changed its name, is now incorporated  
under the name of  
VIRGIN.NET LIMITED

Given at Companies House, Cardiff, the 23rd April 1996



\*C02833330M\*

  
M.LEWIS

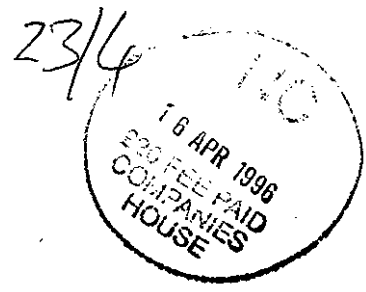
For the Registrar of Companies



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

HC006B

Number of Company: 2833330



THE COMPANIES ACTS 1985 TO 1989

\_\_\_\_\_  
COMPANY LIMITED BY SHARES  
\_\_\_\_\_

WRITTEN RESOLUTION

OF

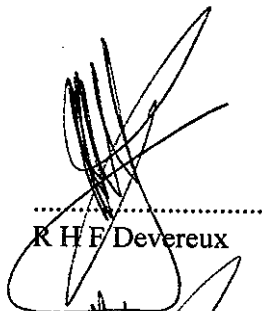
V-NET LIMITED

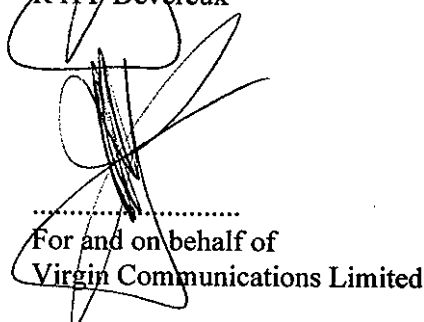
Passed on 5<sup>th</sup> APRIL 1996

Pursuant to article 7 of the Company's articles of association we, the persons whose names appear below and who have signed this document or other documents in like form, being all the members of the Company who would be entitled to attend and vote at a general meeting of the Company, HEREBY RESOLVE that the following resolution shall be as valid and effective as if passed as a special resolution at a general meeting of the Company duly convened and held:

SPECIAL RESOLUTION

That the name of the Company be changed to Virgin.net Limited.

  
.....  
R H F Devereux

  
.....  
For and on behalf of  
Virgin Communications Limited

