

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2887505

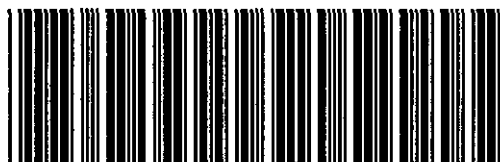
The Registrar of Companies for England and Wales hereby certifies that

SKILLSGROUP LIMITED

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

CTS (NO.3) LIMITED

Given at Companies House, London, the 6th August 2004



C028875055



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

110041

Company No: 2887505

COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

SKILLSGROUP LIMITED



Pursuant to section 381A Companies Act 1985, we, the undersigned, being the sole member of the Company for the time being entitled to receive notice of and to attend and vote at general meetings of the Company, agree to and pass the following written resolution:

That the name of the Company be changed to CTS (No. 3) Limited.

Colin Gibson

For and on behalf of Skillsgroup Holdings Limited

Dated: ~~2 August~~ 2004

