

FILE COPY



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

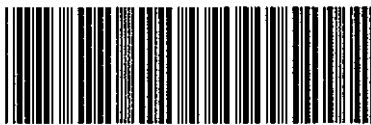
Company No. 3031294

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

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

Given at Companies House, Cardiff, the 12th April 1995

*M. Lewis*  
M. LEWIS



\*C03031294Y\*

For the Registrar of Companies



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

HC006B

Company Number: 3031294

The Companies Act 1985

PRIVATE COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

BLAZESTART LIMITED

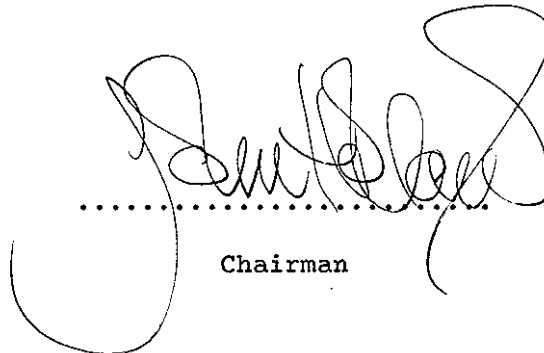


Passed the 15 APRIL 1995.

At an Extraordinary General Meeting of the above-named Company, duly convened and held at 245 Dukesway Team Valley Trading Estate Gateshead Tyne and Wear NE11 0PZ on the 15<sup>th</sup> day of APRIL 1995, the following Resolution was passed as a SPECIAL RESOLUTION of the Company, namely:-

SPECIAL RESOLUTION

THAT the name of the Company be changed to "Joseph Lowe Limited".

  
.....  
Chairman



THE COMPANIES ACT 1985

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PRIVATE COMPANY LIMITED BY SHARES

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SPECIAL RESOLUTIONS

of

BLAZESTART LIMITED

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Passed the 23rd March 1995

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At an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened and held at Sun Alliance House, 35 Mosley Street, Newcastle upon Tyne, NE1 1XX on the 23rd March 1995, the following Resolutions were passed as SPECIAL RESOLUTIONS of the Company, namely :-

SPECIAL RESOLUTIONS

Increase in Authorised Capital

1. THAT the authorised share capital of the Company be hereby increased from £100 to £1000 by the creation of 900 Ordinary Shres of £1 each ranking pari passu in all respects with the existing Ordinary Shares in the capital of the Company.

Directors Authorisation

- 2.1 That the directors are unconditionally authorised for the purposes of section 80 Companies Act 1985 to allot and dispose of or grant options over the Company's shares to such persons, on such terms and in such manner as they think fit, up to a total issued share capital of the Company of £1000 at any time during the period of one month from the date hereof.



- 2.2 That by virtue of section 95(1) Companies Act 1985, section 89(1) shall not apply to the allotment of shares pursuant to the authority conferred by the preceding paragraph of this resolution.
- 2.3 That the provisions of article 2(b) of the new articles of association of the Company shall not apply to the issue of the newly created Ordinary Shares.

.....*M.D. Sethi*.....  
Chairman