

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3066501

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

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

Given at Companies House, Cardiff, the 1st March 1999



C030665010



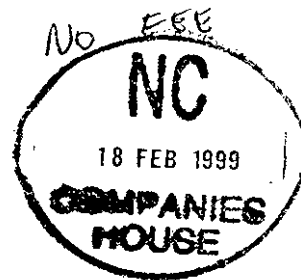
THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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

HC006B

COMPANY NUMBER: 3066501



THE COMPANIES ACTS 1985-1989

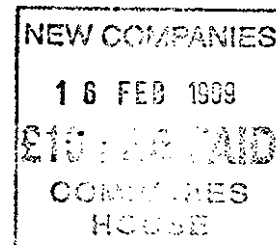
COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF

LLOYDS VENTURES NOMINEES LIMITED

PASSED THE 16TH DAY OF FEBRUARY, 1999



On 16th February, 1999, the sole member of the company resolved as a special resolution:

That the name of the company be changed to Lloyds TSB Ventures Nominees Limited.

S.J. Hopkins
Company Secretary

LDC/LTSB

