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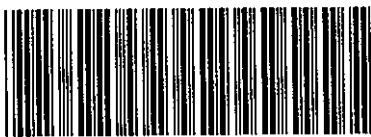
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3110104

The Registrar of Companies for England and Wales hereby certifies that
POWER CORPORATION PROPERTY LIMITED

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

Given at Companies House, Cardiff, the 1st July 1998



C031101040

A handwritten signature in black ink, appearing to read 'A. F. Fletcher'.

A. F. FLETCHER

For the Registrar of Companies



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

HC006B

Company No 3110104

THE COMPANIES ACTS 1985-1989

COMPANY LIMITED BY SHARES

NEW COMPANIES
25 JUN 1998
HOUSE

WRITTEN RESOLUTION

of

POWER CORPORATION PROPERTY LIMITED

(passed on 23 June 1998)

We, the undersigned, being the holders of the entire issued share capital of the Company entitling the holder to attend and vote at General Meetings of the Company **hereby resolve:**

SPECIAL RESOLUTION

That the name of the Company be changed to 'SODESM PROPERTY LIMITED'.

.....Director
(for and on behalf of Temple Direct Limited)

.....*P. D. M. L.*.....Secretary
(for and on behalf of Temple Secretarial Limited)

