

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3194230

The Registrar of Companies for England and Wales hereby certifies that
LAW 733 LIMITED

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

Given at Companies House, Cardiff, the 14th June 1996



C03194230D

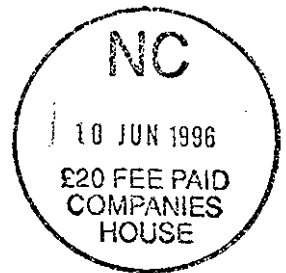
A handwritten signature in black ink, appearing to read 'A. F. Fletcher'.

A. F. FLETCHER

For the Registrar of Companies



COMPANY NO: 3194230



THE COMPANIES ACTS 1985-1989

Written Resolution

- of -
all the Members
- of -

LAW 733 LIMITED

(Passed in accordance with the
articles of association of the Company)

We, being all the members of the above Company hereby RESOLVE as follows:-

THAT the Company change its name to:

"TENDER LIMITED"

For and on behalf of
Huntsmoor Nominees Limited

For and on behalf of
Huntsmoor Limited

Dated: 6 June 1996

Presented by:
Taylor Joynson Garrett
Carmelite
50 Victoria Embankment
Blackfriars
London EC4Y 0DX
Ref: DXC

