

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3195485

The Registrar of Companies for England and Wales hereby certifies that

IMC CONSULTING LIMITED

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

WYG INTERNATIONAL LIMITED

Given at Companies House, London, the 1st July 2005



C031954850



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

Card

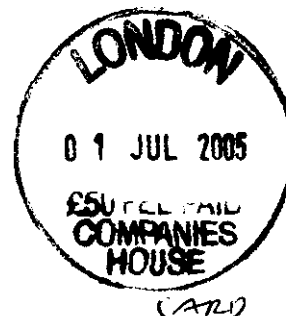
Company No: 3195485

WRITTEN RESOLUTION

- of -

IMC CONSULTING LIMITED

(Dated 1 July 2005)



We, the undersigned, being the sole member of the above named Company hereby pass the following resolution as a Special Resolution of the Company pursuant to Section 381A of the Companies Act 1985 and confirm that such Resolution shall be as valid and effective as if it had been passed at an Extraordinary General Meeting of the Company duly convened and held:

SPECIAL RESOLUTION

THAT the name of the Company be changed to:

"WYG International Limited"

NAME

SIGNATURE

R HARTLEY

duly authorised representative of
White Young Green Plc

