

02-04-98

Special Resolution

Of

Tamaris (England) Limited (the "Company")

(Incorporated in England, Company No. 3277059)



We, Tamaris plc, being the sole member entitled to attend and vote at a General Meeting of Tamaris (England) Limited (The "Company") hereby resolve to pass the following resolution as a Special Resolution of the Company:-

That the name of the Company be changed to "Ringdane Limited"

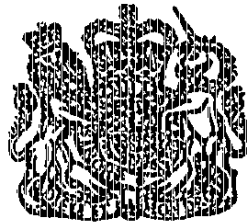
For and on behalf of
Tamaris plc

Dated 27 March 1998

N/c - KL50-4/
BB 3550 89
8/DA/

02-04-98

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3277059

The Registrar of Companies for England and Wales hereby certifies that

TAMARIS (ENGLAND) LIMITED

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

RINGDANE LIMITED

Given at Companies House, London, the 30th March 1998



C03277059T

S. Bashar

MISS S. BASHAR

For The Registrar Of Companies



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