

FILE COPY



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 3287591


The Registrar of Companies for England and Wales hereby certifies that  
MAWLAW 325 LIMITED

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

Given at Companies House, Cardiff, the 9th January 1997



\*C032875918\*

  
MRS. L. PARRY

For the Registrar of Companies

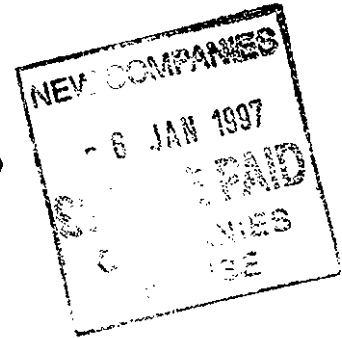


C O M P A N I E S H O U S E

HC006B

Company No. 3287591

THE COMPANIES ACTS 1985 AND 1989  
COMPANY LIMITED BY SHARES



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SPECIAL RESOLUTION  
OF  
MAWLAW 325 LIMITED

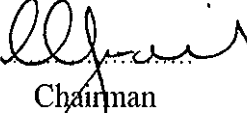
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Passed on 2 January 1997

At an extraordinary general meeting of the members of the Company duly convened and held at 20 Black Friars Lane, London on 2 January 1997 the following resolution was duly passed as a special resolution:

SPECIAL RESOLUTION

THAT the name of the Company be changed to MSFC LIMITED

  
Chairman