

FILE COPY



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 3381595

The Registrar of Companies for England and Wales hereby certifies that  
BT LEISURE LIMITED

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

Given at Companies House, Cardiff, the 12th November 1997

A handwritten signature in black ink, appearing to read 'L. Parry'.

MRS. L. PARRY



\*C03381595B\*

For the Registrar of Companies



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

HC006B

Company No. 3381595

THE COMPANIES ACTS 1985 TO 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

**BT LEISURE LIMITED**

(passed on the 28th day of August 1997)

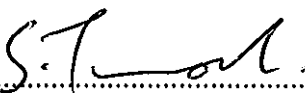


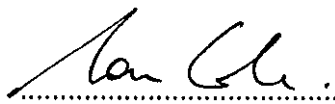
We, the undersigned, being the members of the Company who at the date hereof would be entitled to attend and vote at a general meeting of the Company, **HEREBY PASS** the following Special Resolution by way of a Written Resolution pursuant to Regulation 53 of Table A of the Company's Articles of Association and confirm that the said Resolution shall, for all purposes, be as valid and effective as if the same had been passed by us at a general meeting of the Company duly convened and held:-

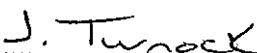
WRITTEN RESOLUTION

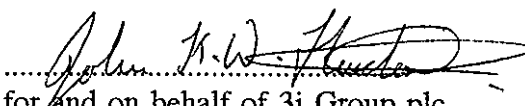
Special Resolution

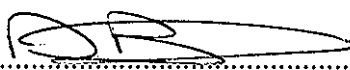
That the name of the Company be changed to "trainstation Limited".

  
.....  
S B Turnock

  
.....  
T Cole

  
.....  
J Turnock

  
.....  
for and on behalf of 3i Group plc

  
.....  
D Bird

