

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3400436

The Registrar of Companies for England and Wales hereby certifies that
AGAPE ASSOCIATES LIMITED

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

Given at Companies House, Cardiff, the 1st March 1999



C034004360



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

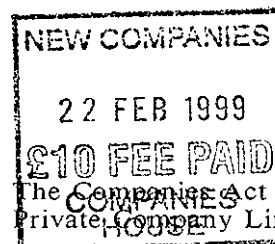


C O M P A N I E S H O U S E

HC006B

09196
202101
Company No: 34 00436

**Special
Resolution**

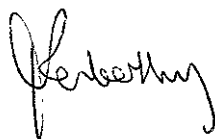


of AGAPE ASSOCIATES LIMITED

At an Extraordinary General Meeting of the above-named Company
duly convened and held at 29 AMBERLEY ROAD, HORSHAM, WEST SUSSEX
on 16 TH FEBRUARY 1999
the following SPECIAL RESOLUTION was duly passed, viz:-

Resolution

That the name of the Company be changed to:
ECOBIZ LIMITED


J. C. PENBERTHY

CHAIRMAN

Waterlow Information Services Ltd
International Company Registrations and Searches
6-8 Underwood Street, London N1 7JQ
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