

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3517451

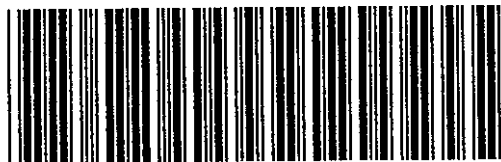
The Registrar of Companies for England and Wales hereby certifies that

WILDCHANGE LIMITED

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

HIFX LIMITED

Given at Manchester, the 9th April 1998



C035174518

F. Grachin

For The Registrar Of Companies



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

Company No. 03517451

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THE COMPANIES ACTS 1985-1989

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

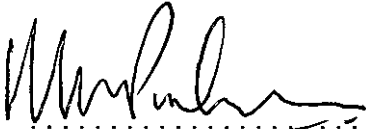
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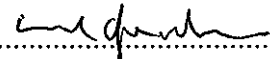
WILDCHANGE LIMITED

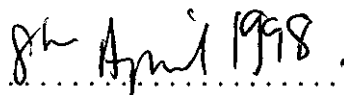
DATED 8 April 1998

We, the undersigned, being all the Members of the Company who at the date of this Resolution would be entitled to attend and vote at a general meeting of the Company convened for the purpose of considering and passing the resolution as a special resolution, hereby resolve (pursuant to section 381A of the Companies Act 1985 and with the intent that the following resolution shall be valid and effective as if the same had been passed at a duly convened and held general meeting of the Company) as follows:-

THAT the name of the Company be and it is hereby changed to HIFX Limited.


.....
R C W Parkinson


.....
A M J Openshaw-Blower


.....
8th April 1998

