

FILE COPY



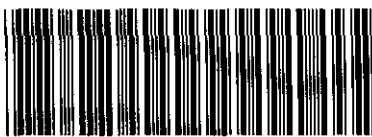
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3558896

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

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

Given at Companies House, Cardiff, the 14th May 2001



C03558896D



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

CON32724 00-449
LTA

RM

SPECIAL RESOLUTION ON CHANGE OF NAME
COMPANIES ACT

COMPANY NUMBER 3558896

COMPANY NAME SKILLRING LIMITED

At an Extraordinary General Meeting of the members of the above named company,
duly convened and held at:

HOPLANDS FARM, KINGS SOMBORNE,
STOCKBRIDGE, HANTS.

on the 30th day of APRIL 20 01

The following Special Resolution was duly passed:

That the name of the Company be changed to:

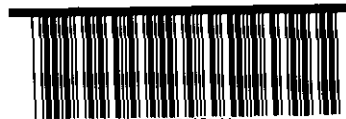
NEW NAME FROBISHER HERITAGE LIMITED

Signature: _____

~~Chairman~~, Director, Secretary or Officer of the Company

Notes:

NB. The copy resolution must be filed with the Registrar of Companies within 15 days after the passing of the resolution. Please insert name and address to which the certificate is to be sent.



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COMPANIES HOUSE
COMPANIES HOUSE

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12/05/01
02/05/01