

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3770985

The Registrar of Companies for England and Wales hereby certifies that
NEWLYN COLLECTION SERVICES PLC

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

Given at Companies House, Cardiff, the 23rd December 2005



C03770985M



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

008377/10

Company Number: 03770985

The Companies Act 1985

**COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION OF
Newlyn Collection Services PLC**

10 DEC 2005

Pursuant to Section 378 of the Companies Act 1985
Passed on 5 December 2005

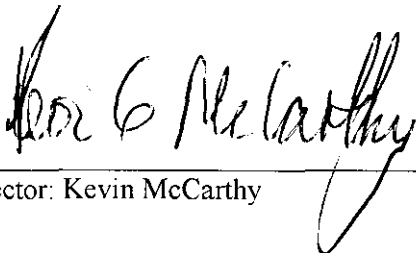
AT AN EXTRAORDINARY GENERAL MEETING of the above named Company, duly convened, and held at 180-188 Northolt Road, South Harrow, Middlesex on 5 December 2005 the following SPECIAL RESOLUTION was passed:

RESOLUTION

THAT the name of the company be changed to:-

Newlyn PLC

By Order of the Board, Dated 5th December 2005



Director: Kevin McCarthy

