

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3795361

The Registrar of Companies for England and Wales hereby certifies that
PRECIS (1770) LIMITED

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

Given at Companies House, Cardiff, the 21st October 1999



C03795361K



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

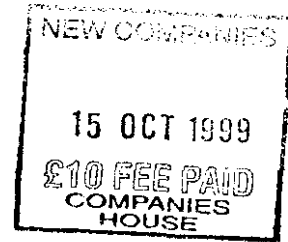


C O M P A N I E S H O U S E

HC006B

184607

No of Company: 3795361



THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

RESOLUTION

- of -

PRECIS (1770) LIMITED

(passed on 28th September 1999)

At an Extraordinary General Meeting of the Company held at Exchange House, Primrose Street, London EC2A 2HS on 28th September 1999 the following resolution was duly passed by the Company as a special resolution:-

SPECIAL RESOLUTION

THAT the name of the Company be changed to "@ Charcol Limited".


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CHAIRMAN OF MEETING

