

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3821351

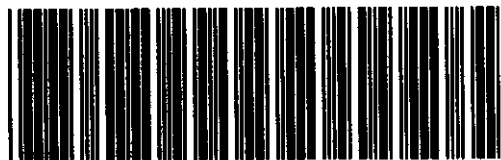
The Registrar of Companies for England and Wales hereby certifies that

MANPOWER STRATEGIC SERVICES LIMITED

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

THE EMPOWER GROUP LIMITED

Given at Companies House, Cardiff, the 4th August 2000



C038213513

K. L. Jones
K. L. Jones .

For The Registrar Of Companies



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

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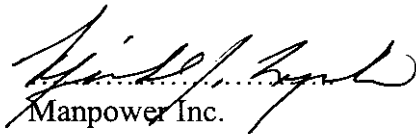
No. 184475

NEW COMPANIES
2
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WRITTEN RESOLUTION OF THE SOLE MEMBER OF
MANPOWER STRATEGIC SERVICES LIMITED

PASSED ON 31st August 2000

That the name of the Company change to THE EMPOWER GROUP LIMITED.


Manpower Inc.

