

FILE COPY



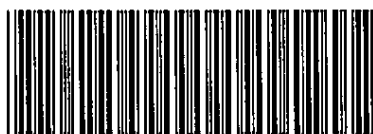
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3892294

The Registrar of Companies for England and Wales hereby certifies that
VSG (2) LIMITED

having by special resolution changed its name, is now incorporated
under the name of
VSG PAYROLL SERVICES LIMITED

Given at Companies House, Cardiff, the 18th February 2008



C03892294H



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

000859/10

Written resolution

Company No 03892294

The Companies Act 1985

and

The Companies Act 2006

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTIONS

of

VSG(2) LIMITED

(Passed pursuant to Section 288 of the Companies Act 2006)

RESOLUTION

We, the undersigned, being the sole eligible member of the Company HEREBY RESOLVE
as follows

As a special resolution:

THAT, the name of the Company be changed to VSG Payroll Services Limited.

Signature

Date of Signature

**On behalf of
Vision Security
Group Limited**



5-2-2008

SATURDAY



A3B4XX9V

A30

16/02/2008

197

COMPANIES HOUSE