

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3936280

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

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

Given at Companies House, Cardiff, the 2nd August 2000



C039362801



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



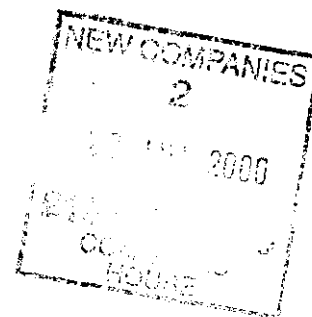
C O M P A N I E S H O U S E

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Company No. 3936280

THE COMPANIES ACTS 1985 AND 1989



PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION IN WRITING

of

PADDOCKPLACE LIMITED

Clifford Chance Nominees Limited and Clifford Chance Secretaries Limited, being all the members of the Company who at the date of this resolution are entitled to attend and vote at a general meeting of the Company, **RESOLVE**, in accordance with section 381A of the Companies Act 1985, to pass the following as a written resolution:

THAT the Company's name be changed to GIGAJoule LIMITED.

SIGNATURE:

P. A. PALMER for and on behalf of Clifford Chance Nominees Limited

DATE:

26/7/00

SIGNATURE:

G. T. PLEWS for and on behalf of Clifford Chance Secretaries Limited

DATE:

26 July 2000

