

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3939828

The Registrar of Companies for England and Wales hereby certifies that
PINCO 1365 LIMITED

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

Given at Companies House, Cardiff, the 19th June 2000



C03939828I



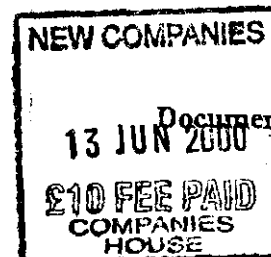
THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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

C006

Company No 3939828



THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

PINCO 1365 LIMITED



By a written resolution of the Company passed on 24 MAY 2000 the following resolution was duly passed:-

THAT the name of the Company be changed to Coppice Group Limited.

Dated 24 MAY 2000

Michael Harris

Director