

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3961908

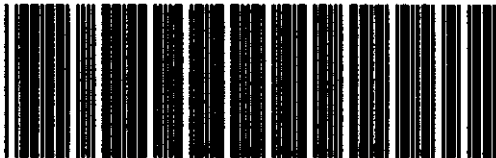
The Registrar of Companies for England and Wales hereby certifies that

LINKSCARD LIMITED

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

NEW VODAFONE AIRTOUCH LIMITED

Given at Companies House, London, the 12th June 2000



C03961908B

A handwritten signature in black ink, appearing to read 'L. Connelly'.

L. CONNELLY

For The Registrar Of Companies



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

No.3961908

The Companies Act 1985



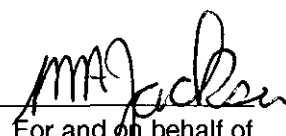
Private Company Limited by Shares

Written Resolution of Linkscard Limited

The following resolution was passed as a written resolution of the Company on 12/06 2000
in accordance with the Articles of Association of the Company.

Written Resolution

THAT the name of the Company be changed to NEW VODAFONE AIRTOUCH LIMITED


For and on behalf of
Hackwood Secretaries Limited
Sole Member

Hackwood Secretaries Limited (BEL)
One Silk Street
London EC2Y 8HQ
Tel:- 0171 456 2000

N/C
£100
RB
059913
S/AA