

CERTIFICATE OF INCORPORATION ON RE-REGISTRATION OF A PRIVATE COMPANY **AS A PUBLIC COMPANY**

Company No. 3998892

I hereby certify that

BE - AT - ONE LIMITED

formerly registered as a private company has this day been re-registered under the Companies Act 1985 as a public company under the name of

BE - AT - ONE PLC

and that the company is limited.

Given under my hand at Companies House, Cardiff the 24th August 2000

COMPANIES HOUSE

5 Thans

Susan Thomas An Authorised Officer