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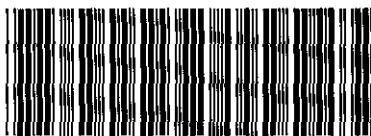
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4013200

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

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

Given at Companies House, Cardiff, the 29th August 2003



C04013200S



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

HC006B

169058

Company Number 4013200

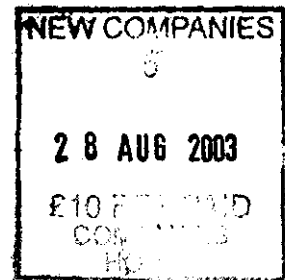
THE COMPANIES ACTS 1985 and 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

AARDMAN RIGHTS LIMITED



The following Resolution was effectively passed on 22nd August 2003 as a written resolution signed by the sole member of the above named Company:

1. That the name of the Company be changed to **RATROPOLIS LIMITED** with effect from the issue of the Registrar's Certificate of Incorporation on Change of Name

A handwritten signature in black ink, consisting of a large 'O' followed by a stylized 'R' and a long horizontal stroke.

Certified to be a true copy
of the Resolution passed

