

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4026283

The Registrar of Companies for England and Wales hereby certifies that
CONDOMCAFE.COM LIMITED

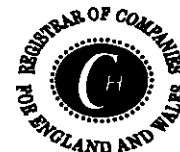
having by special resolution changed its name, is now incorporated
under the name of

VITALITY WEB LIMITED

Given at Companies House, London, the 29th May 2003



C04026283S



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

021414
Registered No: 4026283

THE COMPANIES ACT 1985 (AS AMENDED)
COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

CONDOMCAFE.COM LIMITED

PURSUANT TO SECTION 381A OF THE
COMPANIES ACT 1985 (AS AMENDED)

(passed on 28 May 2003)

WE, the undersigned member of the above named Company, being the sole member at the date hereof who would be entitled to attend and vote at a general meeting of the Company or the authorised agents of such member, hereby resolves as follows, such resolution to take effect as a special resolution.

SPECIAL RESOLUTION

THAT the name of the Company be changed from Condomcafe.com Limited to "Vitality Web Limited".

executed for and on behalf of)
Vitality Group Limited)


.....
Director


.....
~~Director~~ Secretary

