

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4051797

The Registrar of Companies for England and Wales hereby certifies that

ONLINE TRAVEL PORTAL LIMITED

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

OPODO LIMITED

Given at Companies House, London, the 13th July 2001



C04051797C

A handwritten signature in black ink, likely belonging to the Registrar of Companies.

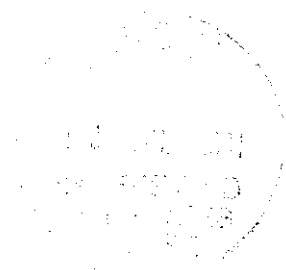
For The Registrar Of Companies



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

Sidney £80
N/C.
Child 024404.

Company No: 4051797



THE COMPANIES ACTS 1985 TO 1989

COMPANY LIMITED BY SHARES

RESOLUTION

- of -

ONLINE TRAVEL PORTAL LIMITED

Dated 11 July 2001

We, the Secretary of the Company, hereby certify that the following resolution was unanimously passed by all the members of the Company by way of written resolution in accordance with the Company's Articles of Association:

SPECIAL RESOLUTION

"That the name of the Company be changed to
OPODO LIMITED".

Marjorie

For and on behalf of
DWS Secretaries Limited
(Secretary)

5330963.01

