

FILE COPY



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 4089252

The Registrar of Companies for England and Wales hereby certifies that

SHELFCO (NO.2003) LIMITED

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

SPARK GROUP LIMITED

Given at Companies House, Cardiff, the 16th November 2000



\*C04089252F\*

*e Reakes*  
Miss C REAKES

For The Registrar Of Companies

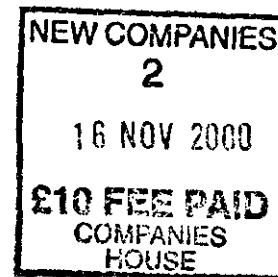


C O M P A N I E S H O U S E

116922  
Company No: 4089252

THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES



WRITTEN RESOLUTION

of

SHELFCO (NO. 2003) LIMITED

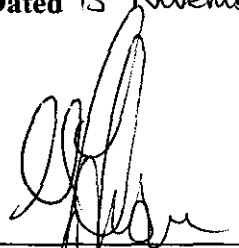
(the "Company")

We, the undersigned, being the sole member of the above Company pursuant to the articles of association, unanimously pass the following resolution and agree that it shall have effect as if passed at a general meeting of the Company duly convened and held:

SPECIAL RESOLUTION

It is resolved that the name of the Company be changed to SPARK Group Limited.

Dated 15 November 2000

  
For and on behalf of  
MIKION LIMITED  
Sole Member

