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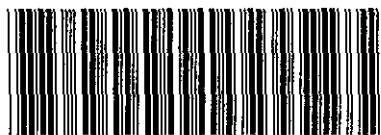
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4096117

The Registrar of Companies for England and Wales hereby certifies that
BROOMCO (2367) LIMITED

having by special resolution changed its name, is now incorporated
under the name of
EDUCATION LINK (HOLDINGS) LIMITED

Given at Companies House, Cardiff, the 26th January 2001



C04096117P



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

008452

CON
29627/CE

Company Number: 4096117

THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

RESOLUTION IN WRITING

of

BROOMCO (2367) LIMITED

In accordance with section 381A of the Companies Act 1985, we, being all the members of the Company who, at the date of this resolution, are entitled to attend and vote at a general meeting of the Company, **HEREBY RESOLVE THAT** the name of the Company be changed from "**BROOMCO (2367) LIMITED**" TO "**EDUCATION LINK (HOLDINGS) LIMITED**".

This written resolution shall take effect as a special resolution of the Company.

Signature:

Nigel Dumas

for and on behalf of DLA Nominees Limited

Dated:

17/1/2001

Signature:

Nigel Dumas

for and on behalf of DLA Secretarial Services Limited

Dated:

17/1/2001

Please send the certificate of change of name to Sophie Allen. DLA DX33866, Finsbury Square.



A33
COMPANIES HOUSE
COMPANIES HOUSE

0444
26/01/01
19/01/01

