

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4137926

The Registrar of Companies for England and Wales hereby certifies that
MICHCO 218 LIMITED

having by special resolution changed its name, is now incorporated
under the name of
EAGLE ONE INVESTMENT HOLDINGS LIMITED

Given at Companies House, Cardiff, the 5th September 2001



C041379264



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

0097:11
Kos
35971
Company Number: 04137926

The Companies Act 1985

**COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION OF
Michco 218 Limited**

Pursuant to Section 378 of the Companies Act 1985

Passed on 24 August 2001

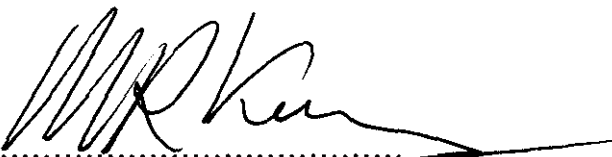
AT AN EXTRAORDINARY GENERAL MEETING of the above name Company,
duly convened, and held at Mamhead House, Mamhead, Exeter, Devon EX6 8HD on
24 August 2001 the following SPECIAL RESOLUTION was passed:

RESOLUTION

THAT the name of the company be changed to: -

EAGLE ONE INVESTMENT HOLDINGS LIMITED

By Order of the Board, dated 24 August 2001.


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Director - M R Kay

