

FILE COPY



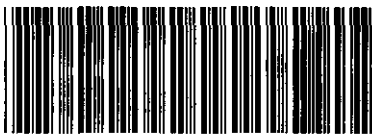
**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 4204490

The Registrar of Companies for England and Wales hereby certifies that  
DE FACTO 929 LIMITED

having by special resolution changed its name, is now incorporated  
under the name of  
IP2IPO LIMITED

Given at Companies House, Cardiff, the 22nd May 2001



\*C04204490L\*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*  
— for the record —

HC006B

040918  
No. 4204490

**THE COMPANIES ACTS 1985 TO 1989**

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**COMPANY LIMITED BY SHARES**

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**RESOLUTION**

**of**

**DE FACTO 929 LIMITED**

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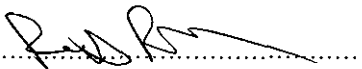
**(Passed 17 May 2001)**

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At an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened and held at 10 Snow Hill, London EC1A 2AL on 17 May 2001 at 155a.m./p.m. the following resolution was passed as a special resolution.

**SPECIAL RESOLUTION**

THAT, subject to the consent of the Registrar of Companies, the name of the Company be changed to "IP2IPO Limited".

  
.....  
TRAVERS SMITH SECRETARIES LIMITED  
(authorised signatory)

Secretary

