

FILE COPY



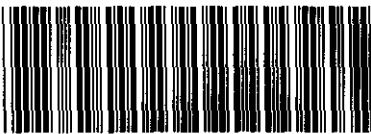
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4212551

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

having by special resolution changed its name, is now incorporated
under the name of
SCHOOLS INVESTMENT COMPANY (EIRE) LIMITED

Given at Companies House, Cardiff, the 18th June 2001



C04212551H



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

Company Number: 4212551

ACCEPT UNSTAMPED £10

NC/CN

SIGNED

DATE

SPECIAL RESOLUTION

OF

TRONICBURN LIMITED

INSTANT COMPANIES LIMITED, currently the sole member of the above-named Company, HEREBY PASSES the following written resolution pursuant to section 381A of the Companies Act 1985.

It is resolved:

That the name of the Company be changed to:

SCHOOLS INVESTMENT COMPANY (EIRE) LIMITED

Date: 6th June 2001



.....
(AUTHORISED SIGNATORY OF INSTANT COMPANIES LIMITED)

Jordans Limited
20/22 Bedford Row
London, WC1R 4JS
Ref: 3D0375/GJC

SMRES 1.CFP

