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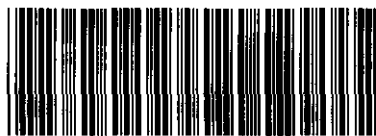
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4214548

The Registrar of Companies for England and Wales hereby certifies that
HAMSARD 2316 LIMITED

having by special resolution changed its name, is now incorporated
under the name of
M.A. INTERNATIONAL LIMITED

Given at Companies House, Cardiff, the 3rd July 2001



C042145482



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

132108

Company Number: 4214548

**THE COMPANIES ACTS 1985 AND 1989
PRIVATE COMPANY LIMITED BY SHARES**



WRITTEN RESOLUTION

OF

HAMSARD 2316 (the "Company")

Pursuant to section 381A of the Companies Act 1985

(Passed on *26 June* 2001)

We, the undersigned, being the sole member of the Company who at the date of this resolution is entitled to attend and vote at a general meeting of the Company, HEREBY RESOLVE, pursuant to section 381A of the Companies Act 1985, that the following resolution shall be passed as a Written Resolution as set out below:

WRITTEN RESOLUTION

THAT the name of the Company be changed to "m.a. international limited."

For and on behalf of
HSE Directors Limited

