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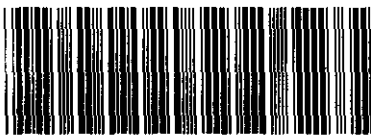
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4257137

The Registrar of Companies for England and Wales hereby certifies that
TRUSHELFCO (NO.2830) LIMITED

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

Given at Companies House, Cardiff, the 13th August 2001



C04257137C



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

No: 4257137

THE COMPANIES ACT 1985 (AS AMENDED)

Company limited by shares

RESOLUTIONS

of

TRUSHELFCO (NO. 2830) LIMITED

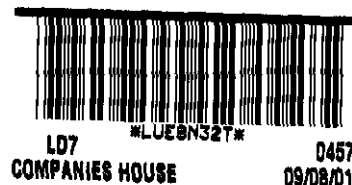
At an Extraordinary General Meeting of the above-named Company duly convened and held on 8th August, 2001 the following special resolution was passed:

RESOLUTION

That the name of the Company be changed to Sun Cap Limited.



Chairman of the meeting



CLAUDE B. J. J. J.
35 E. ...
LONDON EC1V 0AP

Stanger and May 08/08/01/IRA

SR 2816
£10
NEW CO
08 AUG 2001
£10 FEE
COMPANIES
HOUSE