

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4279524

The Registrar of Companies for England and Wales hereby certifies that
HAMSARD 2382 LIMITED

having by special resolution changed its name, is now incorporated

under the name of

BOSTON UNIVERSITY USA (EUROPE) LIMITED

Given at Companies House, Cardiff, the 17th May 2002



C04279524G



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

139280 FHN

COMPANIES ACT 1985

HAMSARD 2382 LIMITED (the "Company")

Company No. 4279524

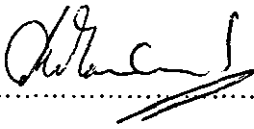
WRITTEN RESOLUTION

Resolution in writing of the sole shareholder of the Company entitled to attend and vote at a general meeting of the Company made on 2/5/2002 pursuant to Regulation 53 of Table A (as defined in, and incorporated into, the Articles of Association of the Company).

RESOLVED AS FOLLOWS:

SPECIAL RESOLUTION

- 1 The name of the Company be changed to "Boston University USA (Europe) Limited".



Ronald Macdonald, for and on behalf of
Boston University (USA) London

Dated: 2/5/2002 2002

43 Harrington Gardens,
London,
SW7 4JU.

