

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4374605

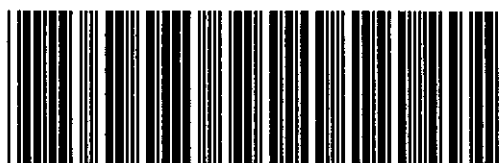
The Registrar of Companies for England and Wales hereby certifies that

THRIFTBRIDGE LIMITED

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

DSCLI HOLDINGS LIMITED

Given at Companies House, London, the 24th September 2002



C04374605N



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

CHACE

46947/ANN
400107

Company No. 4374605

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES



RESOLUTION IN WRITING

of

THRIFTBRIDGE LIMITED

Sugargrove Limited, 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, RESOLVES, in accordance with section 381A of the Companies Act 1985, to pass the following as a written resolution:

THAT the Company's name be changed to **DSCLI HOLDINGS LIMITED**.

SIGNATURE:

for and on behalf of Sugargrove Limited

DATE:

5 SEPTEMBER 2002

