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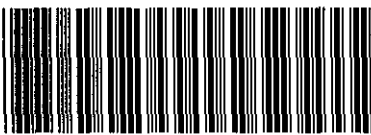
**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 4389071

The Registrar of Companies for England and Wales hereby certifies that  
NETWORK IN EXCELLENCE IN TRAINING LIMITED

having by special resolution changed its name, is now incorporated  
under the name of  
NETWORK OF EXCELLENCE IN TRAINING LIMITED

Given at Companies House, Cardiff, the 12th March 2002



\*C04389071B\*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES

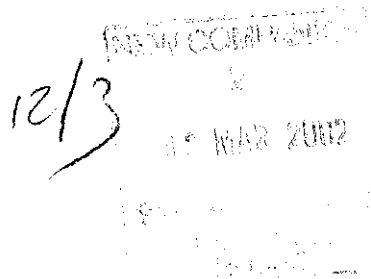


*Companies House*  
— for the record —

HC006B

005503

Number of ) 4389071  
Company .....



**THE COMPANIES ACT 1985**

**COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

OF



**NETWORK IN EXCELLENCE IN TRAINING LIMITED**

**Dated 7<sup>th</sup> March 2002**

The following Written Resolution made pursuant to Section 381A of the Companies Act 1985 was agreed to by the sole member entitled to attend and vote at General Meetings of the Company and, it being signed by that shareholder on the 7th day of March 2002, was accordingly passed on that date:

**SPECIAL RESOLUTION**

THAT the name of the Company be changed to "NETWORK OF EXCELLENCE IN TRAINING LIMITED".

Signature Neri Ray ) To be signed by the  
 ) Chairman, a Director, or the  
 ) Secretary of the Company

Note - Where the Resolution would, had it not been agreed to by all members, have been passed as a Special, Extraordinary or Elective Resolution, it must be filed, within 15 days after the date thereof.