

**FILE COPY**



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 4560622

The Registrar of Companies for England and Wales hereby certifies that

TRUSHELFCO (NO.2922) LIMITED

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

REGUS HOLDINGS (UK) LIMITED

Given at Companies House, London, the 15th January 2003



\*C04560622E\*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*  
— for the record —

4560622

The Companies Act 1985 (as Amended)

Trushelfco (No.2922) Limited



Notice is hereby given that an Extraordinary General Meeting of the above-named Company will be held at Slaughter and May, One Bunhill Row, London EC1Y 8YY on 17 of December 2002 at 6:15 p.m. for the purpose of considering and, if thought fit, passing the following resolutions, of which resolution 1 will be proposed as a special resolution and resolutions 2 and 3 as ordinary resolutions:

**Special Resolutions**

1. That the name of the Company be changed to Regus Holdings (UK) Limited.

**Ordinary Resolutions**

2. That the authorised share capital of the Company be increased to £3,000 by the creation of 2,900 additional Ordinary Shares of £1 each.
3. That each of the ordinary shares of £1 in the present capital of the company both issued and unissued be subdivided into 100 shares of 1 pence each.

Registered Office  
2 Lambs Passage  
London EC1Y 8BB

By order of the Board

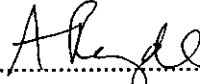
TRUSEC LIMITED  
Secretary

Dated 17 December, 2002


Any member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of him. A proxy need not be a member of the Company.



We, being the holders of the entire issued share capital of the Company, hereby consent to the above mentioned meeting being held on less than 21 days' notice and to resolution 1 set out above being proposed and passed as a special resolution and resolutions 2 and 3 as ordinary resolutions.



.....  
for and on behalf of  
Trucidator Nominees Limited



.....  
for and on behalf of  
Trexco Limited

Dated 17 December, 2002