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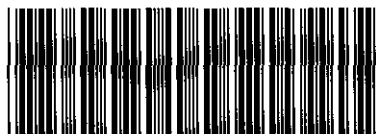
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4560751

The Registrar of Companies for England and Wales hereby certifies that
REED MOBILE LIMITED

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

Given at Companies House, Cardiff, the 22nd March 2005



C04560751L



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



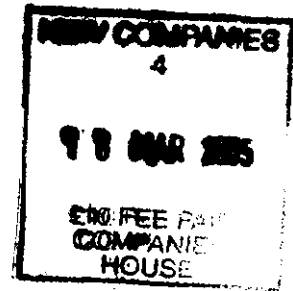
Companies House
— for the record —

HC006B

100662/10

COMPANIES ACTS

Written Resolution of
REED MOBILE LIMITED
(Company Number 4560751)



Pursuant to Regulation 53 of the Articles of Association:

We the undersigned, being all the members of the above company, for the time being entitled to receive notice of, and attend and vote at General Meetings, hereby unanimously pass the following resolution and agree that the said resolution shall for all purposes be as valid and effective as if the same had been passed at a General Meeting of the company duly convened and held.

It is resolved that the name of the company be changed to:

Reed Rewards Limited

Dated this 15th day of March 2005

Signed by Reed Executive PLC

Acting by  (Director)

J. Edmunds (Secretary)



STANDARD FORM NO. 64
MAY 1962 EDITION
GSA GEN. REG. NO. 27
5010-107-01
HQS 100-107-01