

**FILE COPY**



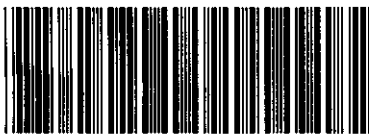
**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 4562659

The Registrar of Companies for England and Wales hereby certifies that  
FLEETNESS 327 LIMITED

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

Given at Companies House, Cardiff, the 7th March 2003



\*C045626596\*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*  
— for the record —

HC006B

Company No: 4562659

**THE COMPANIES ACT 1985**

**COMPANY LIMITED BY SHARES**

**RESOLUTION**

- of -

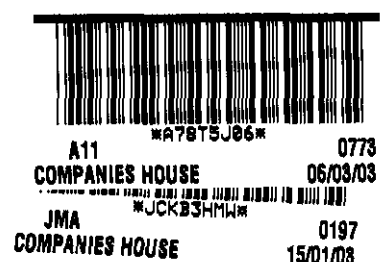
**FLEETNESS 327 LIMITED**

**PASSED 8<sup>th</sup> January 2003**

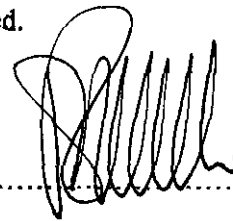
At an **EXTRAORDINARY GENERAL MEETING** of the above named Company duly convened and held at 123 Deansgate, Manchester, M3 2BU on the **8<sup>th</sup> day of January 2003** the following Resolutions were passed as Special Resolutions:-

**RESOLUTION**

1. **THAT** the name of the Company be changed to Interaction Pharmaceuticals Limited
2. ~~**THAT** the altered Memorandum of Articles be adopted~~
3. **THAT** the Articles of Association be adopted



4. **THAT** the authorised share capital of the Company be reclassified from £100 ordinary shares of £1 each to 95 ordinary shares of £1 each and 5 'A' ordinary shares of £1 each
5. **THAT** the directors of the Company be generally and unconditionally authorised for the purposes of Section 80 of the Companies Act 1985 to allot relevant securities (within the meaning of that Section), or to grant any right to subscribe for or to convert any security into relevant securities in the Company up to a maximum nominal amount of £100 at any time or times up to and including the 31 day of December 2005 on which date the authority given shall expire save that the Company may before such expiry of the authority make any offer or agreement which would or might require shares to be allotted, or rights to subscribe for or to convert any security into shares to be granted, after the expiry of the authority;
6. **THAT** the directors be empowered to allot equity securities within the meaning of Section 94 of the Companies Act 1985 for cash pursuant to the authority conferred by resolution number 10.5 above as if Section 89(1) of the said Act did not apply to any such allotment **PROVIDED THAT** such authority shall expire on the earlier of the date of the next Annual General Meeting of the Company and the 31 day of December 2003 save that the Company may before such expiry date make any offer or agreement which would or might require equity securities to be allotted after such expiry date and accordingly the directors may allot equity securities pursuant to any such offer or agreement as if such authority had not expired.



CHAIRMAN

X