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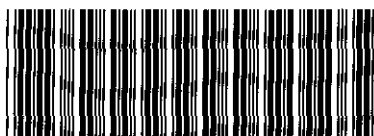
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4770072

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

having by special resolution changed its name, is now incorporated
under the name of
FAIRFAX MEADOW EUROPE LIMITED

Given at Companies House, Cardiff, the 16th January 2004



C04770072F



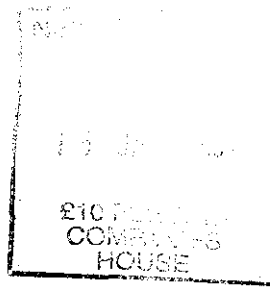
THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

010172



ARGENT
GROUP EUROPE

Company No 4770072

WRITTEN RESOLUTION OF THE BOARD OF DIRECTORS OF

Alterpoints Limited

Pursuant to the Articles of Association, all the directors of Alterpoints Limited hereby resolve:-

CHANGE OF NAME

THAT the company name be changed to Fairfax Meadow Europe Limited, with effect from 12 January 2004.

Dated: 12 January 2004

Signed on behalf of the Board

Andrew John Barnes

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