

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

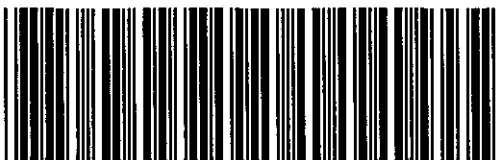
Company No. 4793696

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

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

SYNAIRGEN RESEARCH LIMITED

Given at Companies House, London, the 12th October 2004



C04793696B



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

021206



Company number 4793696

THE COMPANIES ACTS 1985-1989

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION PURSUANT TO
THE ARTICLES OF ASSOCIATION AND
SECTION 381A OF THE COMPANIES ACT 1985
OF ALL THE MEMBERS OF

SYNAIRGEN LIMITED
(the "Company")

We the undersigned, being all the holders of the entire issued share capital of the Company **HEREBY RESOLVE AND PASS** the following special resolution, and agree that the said resolution shall, for all purposes be as valid and effective as if the same had been passed unanimously at a general meeting of the Company duly convened and held:

That the name of the Company be changed to **Synairgen Research Limited**

Dated this 11 day of October 2004

.....
Professor Stephen Holgate

.....
Director
For and on behalf of
IP2IPO Limited

.....
Dr Ratko Djukanovic

.....
Director
For and on behalf of
Southampton Asset Management Limited

.....
Dr Donna Davies

.....
Director
For and on behalf of
Beeson Gregory Index Nominees Limited

.....
Director
For and on behalf of
IP2IPO Management Limited

R:\12812.01\0071 Written Resolution Limited 01.10.2004



LD1
COMPANIES HOUSE

LM2412AF

0035
12/10/04

Company number 4793696

THE COMPANIES ACTS 1985-1989

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION PURSUANT TO
THE ARTICLES OF ASSOCIATION AND
SECTION 381A OF THE COMPANIES ACT 1985
OF ALL THE MEMBERS OF

SYNAIRGEN LIMITED
(the "Company")

We the undersigned, being all the holders of the entire issued share capital of the Company **HEREBY RESOLVE AND PASS** the following special resolution, and agree that the said resolution shall, for all purposes be as valid and effective as if the same had been passed unanimously at a general meeting of the Company duly convened and held:

That the name of the Company be changed to **Synairgen Research Limited**

Dated this { } day of October 2004

.....
Professor Stephen Holgate

.....
Director
For and on behalf of
IP2IPO Limited

.....
Dr Ratko Djukanovic

.....
Director
For and on behalf of
Southampton Asset Management Limited

.....
Dr Donna Davies



.....
Director
For and on behalf of
Beeson Gregory Index Nominees Limited

.....
Director
For and on behalf of
IP2IPO Management Limited

Company number 4793696

THE COMPANIES ACTS 1985-1989

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION PURSUANT TO
THE ARTICLES OF ASSOCIATION AND
SECTION 381A OF THE COMPANIES ACT 1985
OF ALL THE MEMBERS OF

SYNAIRGEN LIMITED
(the "Company")

We the undersigned, being all the holders of the entire issued share capital of the Company **HEREBY RESOLVE AND PASS** the following special resolution, and agree that the said resolution shall, for all purposes be as valid and effective as if the same had been passed unanimously at a general meeting of the Company duly convened and held:

That the name of the Company be changed to **Synairgen Research Limited**

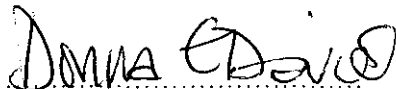
Dated this 11 day of October 2004

.....
Professor Stephen Holgate

.....
Director
For and on behalf of
IP2IPO Limited

.....
Dr Ratko Djukanovic

.....
Director
For and on behalf of
Southampton Asset Management Limited



.....
Dr Donna Davies

.....
Director
For and on behalf of
Beeson Gregory Index Nominees Limited

.....
Director
For and on behalf of
IP2IPO Management Limited

Company number 4793696

THE COMPANIES ACTS 1985-1989
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION PURSUANT TO
THE ARTICLES OF ASSOCIATION AND
SECTION 381A OF THE COMPANIES ACT 1985
OF ALL THE MEMBERS OF

SYNAIRGEN LIMITED
(the "Company")

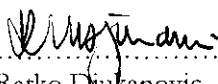
We the undersigned, being all the holders of the entire issued share capital of the Company **HEREBY RESOLVE AND PASS** the following special resolution, and agree that the said resolution shall, for all purposes be as valid and effective as if the same had been passed unanimously at a general meeting of the Company duly convened and held:

That the name of the Company be changed to **Synairgen Research Limited**

Dated this 1 day of October 2004

.....
Professor Stephen Holgate

.....
Director
For and on behalf of
IP2IPO Limited


.....
Dr Ratko Djukanovic

.....
Director
For and on behalf of
Southampton Asset Management Limited

.....
Dr Donna Davies

.....
Director
For and on behalf of
Beeson Gregory Index Nominees Limited

.....
Director
For and on behalf of
IP2IPO Management Limited

Company number 4793696

THE COMPANIES ACTS 1985-1989

PRIVATE COMPANY LIMITED BY SHARES

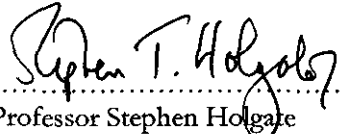
WRITTEN RESOLUTION PURSUANT TO
THE ARTICLES OF ASSOCIATION AND
SECTION 381A OF THE COMPANIES ACT 1985
OF ALL THE MEMBERS OF

SYNAIRGEN LIMITED
(the "Company")

We the undersigned, being all the holders of the entire issued share capital of the Company **HEREBY RESOLVE AND PASS** the following special resolution, and agree that the said resolution shall, for all purposes be as valid and effective as if the same had been passed unanimously at a general meeting of the Company duly convened and held:

That the name of the Company be changed to **Synairgen Research Limited**

Dated this 11 day of October 2004


.....
Professor Stephen Holgate

.....
Director
For and on behalf of
IP2IPO Limited

.....
Dr Ratko Djukanovic

.....
Director
For and on behalf of
Southampton Asset Management Limited

.....
Dr Donna Davies

.....
Director
For and on behalf of
Beeson Gregory Index Nominees Limited

.....
Director
For and on behalf of
IP2IPO Management Limited

Company number 4793696

THE COMPANIES ACTS 1985-1989

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION PURSUANT TO
THE ARTICLES OF ASSOCIATION AND
SECTION 381A OF THE COMPANIES ACT 1985
OF ALL THE MEMBERS OF

SYNAIRGEN LIMITED
(the "Company")

We the undersigned, being all the holders of the entire issued share capital of the Company **HEREBY RESOLVE AND PASS** the following special resolution, and agree that the said resolution shall, for all purposes be as valid and effective as if the same had been passed unanimously at a general meeting of the Company duly convened and held:

That the name of the Company be changed to **Synairgen Research Limited**

Dated this 11 day of October 2004

.....
Professor Stephen Holgate

.....
Dr Ratko Djukanovic

.....
Dr Donna Davies

.....
Director
For and on behalf of
Beeson Gregory Index Nominees Limited

.....
Director
For and on behalf of
IP2IPO Limited

.....
Director
For and on behalf of
Southampton Asset Management Limited

.....
Director
For and on behalf of
IP2IPO Management Limited

Company number 4793696

THE COMPANIES ACTS 1985-1989

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION PURSUANT TO
THE ARTICLES OF ASSOCIATION AND
SECTION 381A OF THE COMPANIES ACT 1985
OF ALL THE MEMBERS OF

SYNAIRGEN LIMITED
(the "Company")

We the undersigned, being all the holders of the entire issued share capital of the Company **HEREBY RESOLVE AND PASS** the following special resolution, and agree that the said resolution shall, for all purposes be as valid and effective as if the same had been passed unanimously at a general meeting of the Company duly convened and held:

That the name of the Company be changed to **Synairgen Research Limited**

Dated this 11 day of October 2004


.....
Professor Stephen Holgate

.....
Director
For and on behalf of
IP2IPO Limited

.....
Dr Ratko Djukanovic

.....
Director
For and on behalf of
Southampton Asset Management Limited

.....
Dr Donna Davies

.....

.....
Director
For and on behalf of
Beeson Gregory Index Nominees Limited

.....
Director
For and on behalf of
IP2IPO Management Limited