FILE COPY

CERTIFICATE OF INCORPORATION

ON CHANGE OF NAME

AND RE-REGISTRATION OF A PRIVATE COMPANY

AS A PUBLIC COMPANY

Company No. 5391897

The Registrar of Companies for England and Wales hereby certifies that

PLATINUM MINING CORPORATION OF INDIA (UK) LIMITED

formerly registered as a private company having changed its name and having this day been re-registered under the Companies Act 1985 as a public limited company is now incorporated under the name of

PLATINUM MINING CORPORATION OF INDIA PLC

and that the company is limited.

Given at Companies House, London, the 8th April 2005

B. A. N. Mooraby.

MEHRIN MOORABY

For The Registrar Of Companies

LD1 *LX6U6492* 0027
COMPANIES HOUSE 08/04/05

COMPANIES HOUSE

149139

Registered Number: 5391897

THE COMPANIES ACTS

PLATINUM MINING CORPORATION OF INDIA (UK) LIMITED
(the "Company")

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTIONS IN WRITING

In accordance with Regulation 53 of Table A in the Schedule to the Companies (Tables A to F) Regulations 1985 (as amended) as incorporated in the Company's Articles of Association, we, all the members of the Company who would, at the date of these resolutions, have been entitled to vote upon them if they had been proposed at a general meeting at which we were present, HEREBY RESOLVE in writing as follows:

SPECIAL RESOLUTIONS

1. THAT the name of the Company be changed to "Platinum Mining Corporation of India Limited".

Signed..... Date.....7/4/05.....
Dr. Steven Newbery AS ATTORNEY

Signed..... Date.....7/4/05.....
Richard Healey

Signed..... Date.....7/4/05.....
Lisa Pickering AS ATTORNEY

Signed..... Date.....7/4/05.....
Ramon Newbery (by attorney)

Signed..... Date.....

SPI Partners Limited

Signed..... Date.....

Umesh Sahdev AS ATTORNEY

Signed..... Date.....

Michael Mead (by attorney)

Signed..... Date.....

Geoff Atherton (by attorney)

Signed..... Date.....

Beverley Pickering AS ATTORNEY

Signed..... Date.....

Peter Atherton (by attorney)

Signed..... Date.....

Malcolm Groat (by attorney)

Signed..... Date.....

Peter Dymock-Marr (by attorney)

Signed..... Date.....

Catherine Braley (by attorney)

Signed..... Date.....

Jayne Alexander (by attorney)

Signed..... Date.....

Margaret Newbery (as attorney)

Signed.....
SPI Partners Limited

Date 6 APRIL 05

Signed.....
Umesh Sahdev

Date.....

Signed.....
Michael Mead

Date.....

Signed.....
Geoff Atherton

Date.....

Signed.....
Beverley Pickering

Date.....

Signed.....
Peter Atherton

Date.....

Signed.....
Malcolm Groat

Date.....

Signed.....
Peter Dymock-Marr

Date.....

Signed.....
Catherine Braley

Date.....

Signed.....
Jayne Alexander

Date.....

Signed.....
Margaret Newbery

Date.....

Signed.....
Martyn Pincus (by attorney)

Date.....7/4/05.....

Signed.....
Hereford Securities Management Limited (by attorney)

Date.....7/4/05.....

Signed.....
Peter Davies (by attorney)

Date.....7/4/05.....

Signed.....
Anne Lydon (by attorney)

Date.....7/4/05.....

Signed.....
Nick Porcher (by attorney)

Date.....7/4/05.....

Signed.....
Ron Ware (by attorney)

Date.....7/4/05.....

Signed.....
Julian Kowalik (by attorney)

Date.....7/4/05.....

Signed.....
Christine Swindley (by attorney)

Date.....7/4/05.....

Signed.....
Tim Cross (by attorney)

Date.....7/4/05.....

Signed.....
Rob Weinberg

Date.....7/4/05.....

Signed.....
Peter Lee-Jones (by attorney)

Date.....7/4/05.....

Signed..... Date..... 7/4/05

Pat Gorman AS ATTORNEY

Signed

Leonie Williams (by attorney) Date 7/4/05