

**FILE COPY**



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 5479695

The Registrar of Companies for England and Wales hereby certifies that  
COBCO 693 LIMITED

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

Given at Companies House, Cardiff, the 9th September 2005



\*C054796958\*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



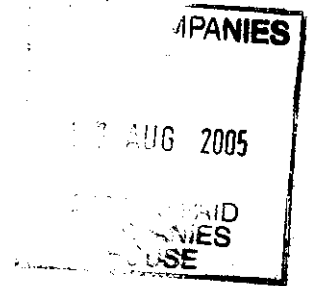
*Companies House*  
— for the record —

000561/20

Company Number: 5479695

**COMPANIES ACTS 1985 AND 1989  
PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS  
COBCO 693 LIMITED  
(the "Company")**

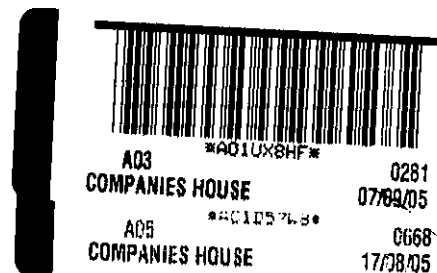


(Passed the 10<sup>th</sup> day of August 2005)

We, the undersigned, being all the members for the time being entitled to receive notice of and attend and vote at general meetings of the Company pass the following resolution pursuant to the articles of association and all other powers in that regard and agree that such resolution shall for all purposes be valid and effective as if the same had been passed at a general meeting of the Company duly convened and held:-

**SPECIAL RESOLUTION**

- 1 That, subject to the approval of the registrar of companies, the name of the Company be changed to Utopia Group Limited.



Ian William Hall

Dated: 10/8/

David William Conn

2005