

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 5556404

The Registrar of Companies for England and Wales hereby certifies that
SHENDON PLC

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

Given at Companies House, Cardiff, the 5th December 2005



C055564044



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

Company No: 05556404

701258/40
NOV 2005

**Special
Resolution**

The Companies Act 1985
Public Company Limited by Shares

of SHENDON PLC

At an Extraordinary General Meeting of the above-named Company

duly convened and held at 6-8 Underwood Street, London N1 7JQ

on 18 November 2005

the following SPECIAL RESOLUTION was duly passed, viz:-

Resolution

That the name of the Company be changed to:

NEXTGEN GROUP PLC

Wille

Signed
For and on behalf of
Waterlow Nominees Limited

Waterlow Legal & Company Services
6-8 Underwood Street, London N1 7JQ
Telephone 020-7250 3350 Fax 020-7608 0867
DX 122031 Finsbury 3

