



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 213751

The Registrar of Companies for Scotland hereby certifies that

MUSICPOINT LIMITED

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

EPOINT TECHNOLOGY LIMITED

Given at Companies House, Edinburgh, the 1st December 2004



CSC2137510



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

MusicPoint Limited



REGISTERED NUMBER: SC213751
THE COMPANIES ACTS 1985 AND 1989
WRITTEN RECORD OF
MEMBERS' WRITTEN RESOLUTIONS

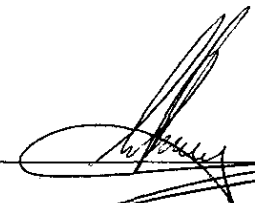
On the Thirtieth day of November 2004, the following RESOLUTION IN WRITING was duly passed by the sole member of the Company entitled to attend and vote at a general meeting of the Company pursuant to section 381A, Companies Act 1985 (as amended): -

SPECIAL RESOLUTION

1. THAT the name of the Company be changed to "ePOINT Technology Limited".

Dated: 30th November 2004
Registered Office:
39 Castle Street
Edinburgh
EH2 3BH

FOR AND ON BEHALF OF
MBM BOARD NOMINEES LIMITED


MEMBER