



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 216015

The Registrar of Companies for Scotland hereby certifies that

PERTEMPS CALLPOINT LIMITED

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

CALLPOINT LIMITED

Given at Companies House, Edinburgh, the 6th November 2003



CSC2160155

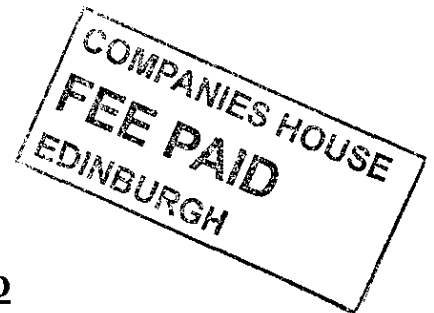


THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

Company Limited by Shares

SPECIAL RESOLUTION

PERTEMPS CALLPOINT LIMITED



AT an EXTRAORDINARY GENERAL MEETING of the above named Company
duly convened and held on the 4th day of November 2003 the following
resolution was passed as a Special Resolution:-

SPECIAL RESOLUTION

That the name of the Company be changed to
CALLPOINT LIMITED.



SCT SN6TZPTV 0267
COMPANIES HOUSE 06/11/03

A handwritten signature in black ink, written over a dotted line.

Director