

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

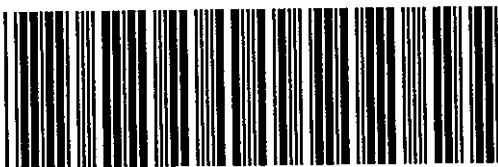
Company No. 3369723

The Registrar of Companies for England and Wales hereby certifies that
BROOMCO (1279) LIMITED

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

BENFIELD SPORTS INTERNATIONAL LIMITED

Given at Manchester, the 1st July 1997



C033697230

A handwritten signature in cursive script, likely belonging to a senior official of the Registrar of Companies.

For The Registrar Of Companies



C O M P A N I E S H O U S E

BROOMCO (1279) LIMITED

("the Company")

(Registered In England No: 3369723)

SPECIAL RESOLUTION

(Passed the 1st day of July 1997)



At an Extraordinary General Meeting of the members of the Company duly convened and held on the 1st day of July 1997 the following resolution was duly passed as a Special Resolution:

SPECIAL RESOLUTION

THAT the name of the Company be changed from Broomco (1279) Limited to Benfield Sports International Limited.

Signed:

Paul Eardley
.....
Chairman *duly authorised*
for Broomco Management
Services Ltd



£100 REC'D