

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3377201

The Registrar of Companies for England and Wales hereby certifies that
ADEXA ELECTRONICS LIMITED

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

Given at Companies House, Cardiff, the 28th June 2000



C03377201R



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

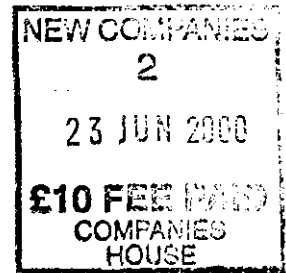


C O M P A N I E S H O U S E

HC006B

001707

Number of Company: 3377201



THE COMPANIES ACT 1985
AND
THE COMPANIES ACT 1989
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION

pursuant to Section 378 Companies Act 1985

Of ADEXA ELECTRONICS LIMITED

Passed the TWENTYTIETH DAY OF JUNE 2000

At an extraordinary general meeting of the members of the above named Company, duly convened and held at 73-75 PRINCESS STREET ST PETER'S SQUARE MANCHESTER M2 4EG on the 20th day of JUNE 2000, the following SPECIAL RESOLUTION was duly passed:

THAT the Company name be and is hereby changed to
"ADEXA PROPERTIES LIMITED"

Chairman/Secretary

Certified a true copy of the original

