

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3875372

The Registrar of Companies for England and Wales hereby certifies that
UTOPIAN CAPITAL LIMITED

having by special resolution changed its name, is now incorporated
under the name of
HANSON WHITE CAPITAL LIMITED

Given at Companies House, Cardiff, the 11th December 2002



C03875372A



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

203713.
Company No: 387532

387532

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF

UTOPIAN CAPITAL LIMITED

We, the undersigned, being all the Members of the above-named company (the "Company") entitled to attend and vote at a General Meeting of the Company HEREBY RESOLVE as a written SPECIAL RESOLUTION and agree that the said resolution shall, pursuant to Regulation 53 in Table A (which Regulation is embodied in the Articles of Association of the Company (the "Articles")), for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held:-

SPECIAL RESOLUTION

THAT the name of the Company be changed to:

HANSON WHITE CAPITAL LIMITED

This resolution was passed on December 2, 2002

Robert Hanson

.....
The Hon Robert Hanson

Dated: 2/12/2002.

