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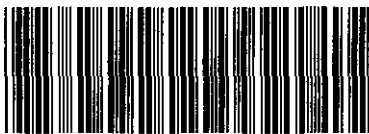
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4045179

The Registrar of Companies for England and Wales hereby certifies that
CHANNEL HEALTH PLC

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

Given at Companies House, Cardiff, the 27th May 2002



C04045179Q



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

108198

CON 43332-PIN

No. 04045179



THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

- of -

CHANNEL HEALTH PLC

(Passed on 7 May 2002)

At an Extraordinary General Meeting of the company, duly convened and held at 10 Wardour Street, London, W1D 6QF on the date specified above the following resolution was duly passed as a special resolution.

RESOLUTION

IT WAS RESOLVED that:

1. the name of the Company be changed to "Zyzygy plc";

Chairman



A24
COMPANIES HOUSE
A31
COMPANIES HOUSE

0433
24/05/02
09/05/02