

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4295481

The Registrar of Companies for England and Wales hereby certifies that
ANDREW HAYMAN ASSOCIATES LIMITED

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

Given at Companies House, Cardiff, the 7th February 2003



C042954816



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

[COPY]

special resolution(s)

name of company

Andrew Hayman Associates

Limited

At an Extraordinary General Meeting of the members of the above-named company, duly convened and held at Suite 1903 Hawthorn Hotel, 618-5th Avenue SW; Calgary, Alberta, Canada T2P OM7

on the 20th day of January 2003 day of 19

the following SPECIAL RESOLUTION(S) was/were duly passed:-

That, subject to the consent of the Secretary of State for Trade and Industry, the name of the company be changed to:

Brereton Associates Limited



SIGNED

NOTES:

- (1) This copy Resolution may be continued on the reverse side of this form if necessary and it should be signed by the Chairman of the Meeting OR by a Director OR by the Secretary of the Company whose position should be stated under his name.
- (2) This copy Resolution is required to be filed with the registrar of companies within 15 DAYS after it has been passed and can be sent to Jordan & Sons Ltd. for that purpose.