

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4472697

The Registrar of Companies for England and Wales hereby certifies that
HLW 165 LIMITED

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

Given at Companies House, Cardiff, the 18th July 2002



C04472697H



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



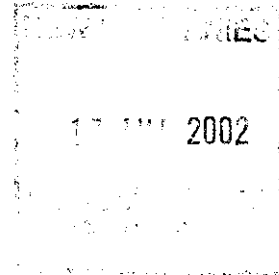
Companies House
— for the record —

02222a/10

022229

Company Number: 4472697

HLW 165 LIMITED



Written resolution passed on the 11th day of July 2002 in accordance with Section 381A Companies Act 1985 by the sole member, who would, if the resolution has been proposed at a general meeting of the Company, be entitled to attend that meeting and vote on the resolution.

SPECIAL RESOLUTION

The name of the Company be and is hereby changed to

ESP PROJECTS LIMITED

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ROGER KENNETH DYSON

