

FILE COPY



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 2526751

The Registrar of Companies for England and Wales hereby certifies that  
NATSOURCE TULLETT (EUROPE) LIMITED

having by special resolution changed its name, is now incorporated  
under the name of  
NATSOURCE EUROPE LIMITED

Given at Companies House, Cardiff, the 15th July 2004



\*C02526751E\*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*  
— for the record —

HC006B

**WRITTEN RESOLUTION**

Company number 2526751



703037/10

**THE COMPANIES ACT 1985  
PRIVATE COMPANY LIMITED BY SHARES  
MEMBER'S WRITTEN RESOLUTION  
Of**

**NATSOURCE TULLETT (EUROPE) LIMITED**

**(the "Company")**

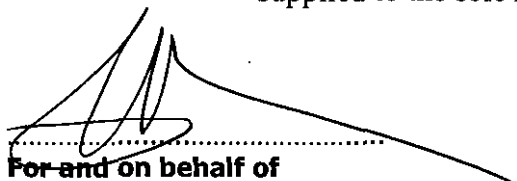
**Passed on 25 June 2004**

We, at the date hereof being the sole member of the Company, hereby agree that the following resolution be passed as a written resolution of the Company pursuant to Section 381A of the Companies Act 1985 (the "Act"), namely:

**SPECIAL RESOLUTION**

That the name of the Company be changed to Natsource Europe Limited.

In accordance with section 381B of the Companies Act 1985, a copy of this written resolution was sent to the Company's auditors at the same time as, or before, this written resolution was supplied to the sole member of the Company for signature.

  
For and on behalf of  
**NTEL HOLDINGS LIMITED**

25 June 2004  
Date

