

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4103768

The Registrar of Companies for England and Wales hereby certifies that
THE READING GUIDE LIMITED

having by special resolution changed its name, is now incorporated
under the name of
THE READING GUIDE COMPANY LIMITED

Given at Companies House, Cardiff, the 15th November 2000



C04103768E



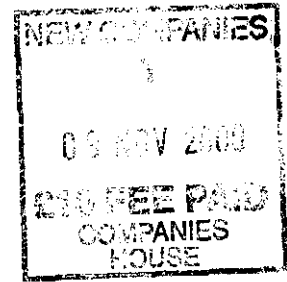
THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



C O M P A N I E S H O U S E

HC006B

103432



THE COMPANIES ACTS 1985 to 1989

Company Number 4103768

SPECIAL RESOLUTION OF

THE READING GUIDE LIMITED

We the undersigned Key Legal Services (Nominees) Limited and Key Legal Services (Secretarial) Limited, being all the Members for the time being of the above named Company entitled to receive notice of and to attend and vote at General Meetings hereby pass the following resolution as a Special Resolution and agree that said resolution shall, pursuant to Clause 53 in Table A (which Clause is embodied in the Articles of Association of the Company) 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.

It is resolved:

That the name of the Company be changed to: -

THE READING GUIDE COMPANY LIMITED

Dated the 8th November 2000

For Key Legal Services (Nominees) Limited

For Key Legal Services (Secretarial) Limited

£10 Bars 103432

