

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 2737626

I hereby certify that

WEREWORLD LIMITED

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

VFM ASSOCIATES LIMITED

Given under my hand at the Companies Registration Office,
Cardiff the 10 NOVEMBER 1992


an authorised officer

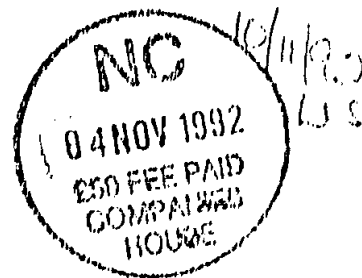
The Companies Act 1985

Company Number: 2737626

SPECIAL RESOLUTION

of

WEREWORLD LIMITED



At an Extraordinary General Meeting of the Members of the above named Company, duly convened and held at 110 Whitechurch Road, Cardiff, CF4 3LY on the 30th day of October 1992, the following Special Resolution was duly passed:

IT WAS RESOLVED that subject to the consent of the Department of Trade the name of the Company be changed to:

VFM ASSOCIATES LIMITED

A handwritten signature in dark ink, appearing to read "V. F. M. Associates Limited".

DIRECTOR:.....
(An Authorised Signatory on behalf of Combined Nominees Limited)

PRESENTED BY: ICC COMPANY FORMATIONS
110 WHITCHURCH ROAD
CARDIFF
CF4 3LY