

Company Number 1714894

THE COMPANIES ACT 1985



SPECIAL RESOLUTION

OF METATECHNICS SYSTEMS LIMITED

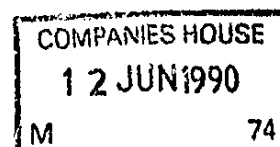
At an Extraordinary General Meeting of the members of the above-named Company, duly convened and held at 10 a.m. at 356 West Barnes Lane, Motspur Park, Surrey on the 1st June 1990 the following Special Resolution was duly passed:-

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

COMPASS RAD LTD

DIRECTOR (CHAIRMAN)

ICC Legal Services
2nd Floor
16-26 Banner Street,
London EC1Y 8QE
Telephone 01-253 0063 Telex 296090



£40 Bar
729136

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 1714804

I hereby certify that

METATECHNICS SYSTEMS LIMITED

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

COMPASS R&D LTD

Given under my hand at the Companies Registration Office,
Cardiff the 25 JUNE 1990

Mrs. M. Moss
MRS. M. MOSS

an authorised officer