

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2881162

The Registrar of Companies for England and Wales hereby certifies that
INNER LONDON COMMUNICATIONS LIMITED

having by special resolution changed its name, is now incorporated
under the name of
MOBILE PHONE SURPLUS STORE LIMITED

Given at Companies House, Cardiff, the 8th July 1994

[Handwritten signature]
Mr. J. J. J.

For the Registrar of Companies



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

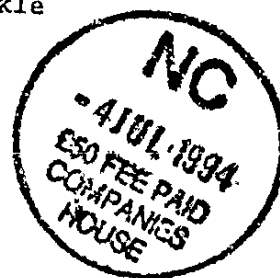
HC006B

THE COMPANIES ACT 1985
Company Number 2881162
SPECIAL RESOLUTION OF

...this to be a
true copy of the original

Le Brasseur J Tickle

Le Brasseur J Tickle



INNER LONDON COMMUNICATIONS LIMITED

We, the undersigned, 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 the said resolution shall, pursuant to Clause 53 in Table A as prescribed by the Companies (Tables A to F) Regulations 1985 (as amended) (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:

MOBILE PHONE SURPLUS STORE LIMITED

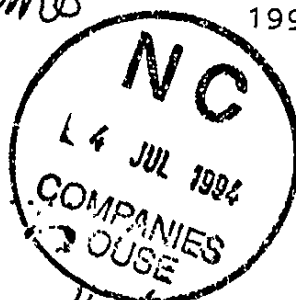
Dated this *22nd* day of *June* 1994

Signed:

[Signature]
S R Everett

[Signature]

S R Silver



225/10/000142 225/40/000125

Filed by: Le Brasseur J Tickle
6-7 Park Place
Leeds LS1 2RU
Ref: SRE/19213-1



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A13 RECEIPT DATE: 24/06/94