

FILE COPY



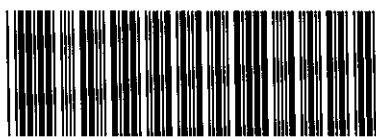
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4192432

The Registrar of Companies for England and Wales hereby certifies that
PINCO 1616 LIMITED

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

Given at Companies House, Cardiff, the 5th February 2002



C041924324



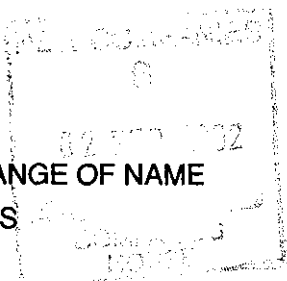
THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

NW 011687



SPECIAL RESOLUTION ON CHANGE OF NAME
COMPANIES ACTS

COMPANY NUMBER 4192432

COMPANY NAME PINCO 1616 LIMITED

At an ~~Extraordinary General~~ ~~Annual General~~ General * Meeting of the members of the above named company, duly convened and held at:

OAKFIELD HOUSE, 35 PERRYMOUNT ROAD,

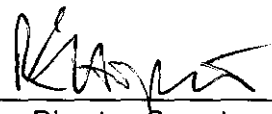
HAYWARDS HEATH, WEST SUSSEX, RH16 3BX

on the 18TH day of DECEMBER 2001

The following Special Resolution was duly passed:

That the name of the Company be changed to:

NEW NAME PREFERRED GROUP LIMITED

Signature: 
~~Chairman, Director, Secretary or Officer~~ of the Company

Notes:

* Please delete as appropriate.

NB. The copy Resolution must be filed with the Registrar of Companies within 15 days after the passing of the Resolution. Please insert name and address to which the certificate is to be sent:

N/M



A13 *AAZ1H720* 0529
COMPANIES HOUSE 02/02/02
A33 *REGISTRATION* 0181
COMPANIES HOUSE 23/01/02