

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3651075

The Registrar of Companies for England and Wales hereby certifies that
FIRST LAW LIMITED

having by special resolution changed its name, is now incorporated
under the name of
FIRST LAW DIRECT LIMITED

Given at Companies House, Cardiff, the 24th February 1999



C03651075N



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

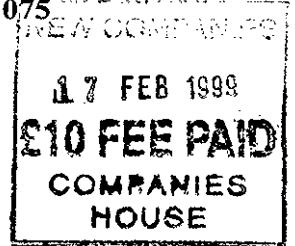


C O M P A N I E S H O U S E

HC006B

100387.

Company Number: 3651075



COMPANIES ACTS 1985 AND 1989

FIRST LAW LIMITED ("the Company")

WRITTEN RESOLUTION

We the undersigned being all the members of the Company as at the date hereof are entitled to attend and vote at a General Meeting of the Company hereby pass the following written resolution as a Special Resolution of the Company.

THAT the name of the Company be changed to **First Law Direct Limited**

Anthony Julian Armitage

Anthony Armitage

Sarah Frances Armitage

S.F. Armitage

Dated: 15th February 1999

