

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4109440

The Registrar of Companies for England and Wales hereby certifies that

RTS NUCLEAR SOLUTIONS LIMITED

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

RTS INNOVATION LIMITED

Given at Manchester, the 11th January 2001



C04109440A

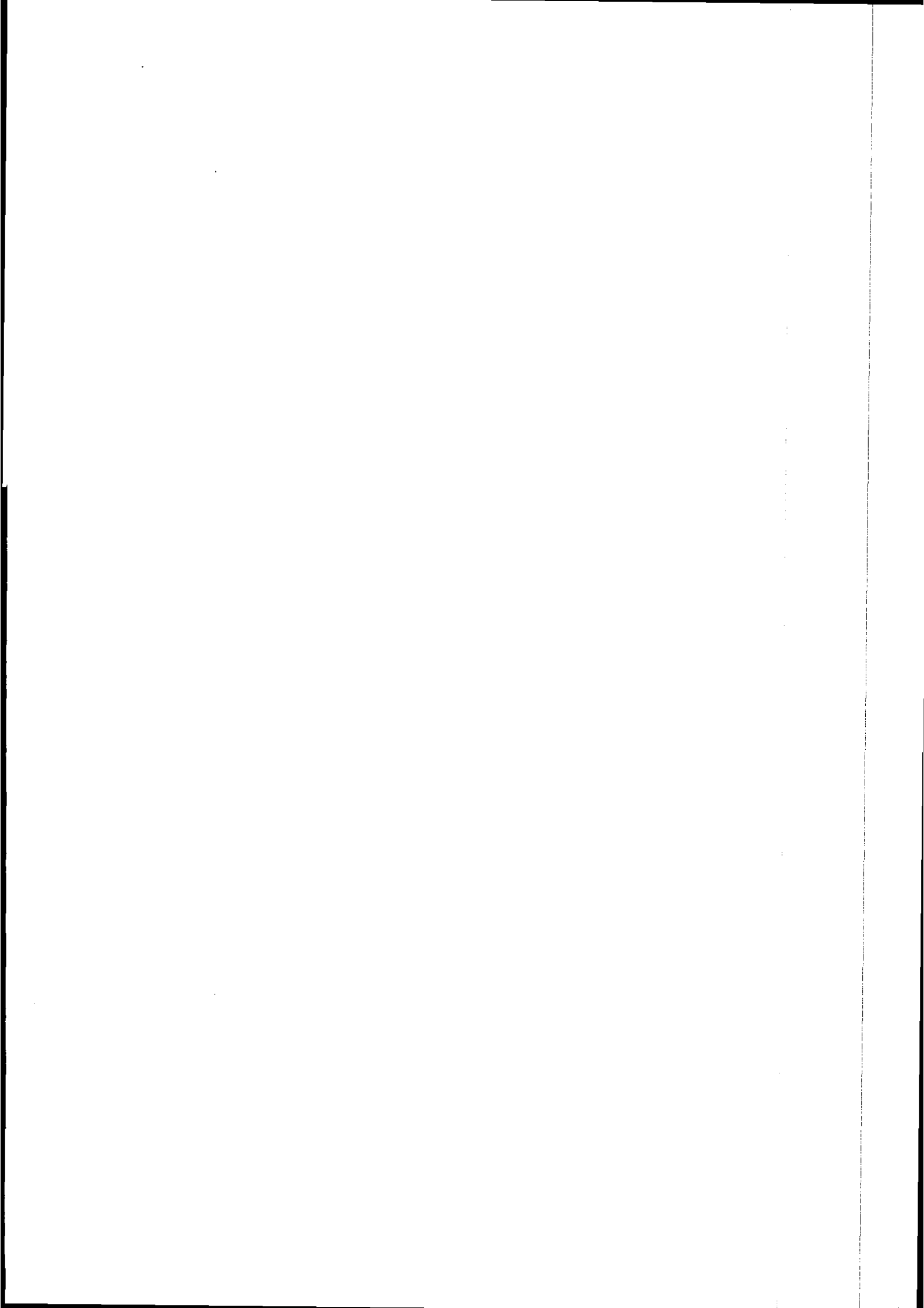
A handwritten signature in black ink that reads "J. Humphreys".

J. HUMPHREYS

For The Registrar Of Companies



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



Company No. 4109440

THE COMPANIES ACTS 1985-1989
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

RTS NUCLEAR SOLUTIONS LIMITED



DATED: X ~~4~~ January 2001

WE, the undersigned, being all the members of the above-named Company entitled to receive notice of and to attend and vote at a general meeting of the Company in respect of the Resolutions set out below do hereby agree to and make the following Resolutions which shall have effect as Special Resolutions and which shall, pursuant to section 381A Companies Act 1985 (as amended by the Deregulation (Resolutions of Private Companies) Order 1996), be as valid and effective for all purposes as if the same had been duly passed at a general meeting of the Company duly convened and held:

Special Resolution

That the name of the Company be changed to:-

RTS INNOVATION LIMITED

For and on behalf of RTS Thurnall plc

x *P B Thurnall*

Authorised signatory of RTS Thurnall plc

Dated: *4* January 2001



