

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4074919

The Registrar of Companies for England and Wales hereby certifies that
EXPANDRESERVE PUBLIC LIMITED COMPANY

having by special resolution changed its name, is now incorporated
under the name of
THE POST OFFICE GROUP PLC

Given at Companies House, Cardiff, the 12th December 2000



C04074919B



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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

HC006B

1991336

Company Number: 4074919
THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
RESOLUTION

- of -

EXPANDRESERVE PUBLIC LIMITED COMPANY

(passed on 20th November 2000)

At an Extraordinary General Meeting of the Company held at Exchange House, Primrose Street, London EC2A 2HS on 20th November 2000 the following resolution was duly passed by the Company :-

SPECIAL RESOLUTION

THAT the name of the Company be changed from Expandreserve Public Limited Company to "The Post Office Group plc" and consequential amendments to reflect such change be made to the Memorandum and Articles of Association.

GRO

CHAIRMAN



