

Company No 79308

14th October 2010

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

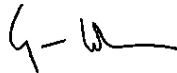
Grand Hotels (Mayfair) Limited

Pursuant to section 288 of the Companies Act 2006 (CA 2006) the undersigned, being the sole eligible member (as defined by section 289 CA 2006) of the Company for this purpose, signifies its agreement to and passes the following written resolution as a special resolution of the Company

Special Resolution

THAT the name of the Company be changed to Diageo CL2 Limited

Signature



duly authorised for and on behalf of

Grand Metropolitan Limited

Date 14th October 2010

FRIDAY



LHJR4O9D

LD2

15/10/2010

282

COMPANIES HOUSE



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 79308

The Registrar of Companies for England and Wales hereby certifies that
under the Companies Act 2006:

GRAND HOTELS (MAYFAIR) LIMITED

a company incorporated as private limited by shares; having its registered
office situated in England/Wales; has changed its name to:

DIAGEO CL2 LIMITED

Given at Companies House on **19th October 2010**



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES