



FILE COPY

CERTIFICATE OF INCORPORATION ON RE-REGISTRATION OF A PUBLIC COMPANY AS A PRIVATE COMPANY

Company No. 291848

The Registrar of Companies for England/Wales hereby certifies that

GRAND METROPOLITAN PUBLIC LIMITED COMPANY

formerly registered as a public company has this day been re-registered
under the Companies Act 2006 as a private company is now incorporated
under the name of

GRAND METROPOLITAN LIMITED

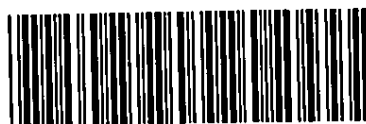
and that the company is limited by shares.

Its registered office is situated in England/Wales.

Given at Companies House on 25th February 2010



THURSDAY



RM 25/02/2010 16
COMPANIES HOUSE



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES