

FILE COPY

CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

Company No. 382945

The Registrar of Companies for England and Wales hereby certifies that

RESOLUTION FINANCIAL SERVICES LIMITED

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

PEARL FS LIMITED

Given at Companies House on 14th May 2008



C00382945D





102562/96

Company Number 382945

SPECIAL RESOLUTION

of

RESOLUTION FINANCIAL SERVICES LIMITED

PASSED ON 1 MAY 2008

The following resolution was duly passed as a special resolution on 1 May 2008 by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006

A copy of the written resolution is attached

SPECIAL RESOLUTION

"THAT the name of the Company be changed to Pearl FS Limited"

Signed for and on behalf of Resolution Financial Services Limited

Authorised Signatory on behalf of

Resolution Secretariat Services Limited -

Company Secretary

TUESDAY

A06 13/05/2008 COMPANIES HOUSE

196



PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

RESOLUTION FINANCIAL SERVICES LIMITED

(Registered Number 382945)

(the "Company)

1 May 2008

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (Resolution)

SPECIAL RESOLUTION

"THAT the name of the Company be changed to Pearl FS Limited"

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution

The undersigned, a person entitled to vote on the Resolution on 1 May 2008, hereby irrevocably agrees to the Resolution

Signed for and on behalf of Resolution AM

Date

1 MAY 2008

TUESDAY

AF4M92OB

A06

13/05/2008 COMPANIES HOUSE

197