

FILE COPY

CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

Company No. 928046

The Registrar of Companies for England and Wales hereby certifies that

RL ULA LIMITED

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

PEARL ULA LIMITED

Given at Companies House on 19th May 2008



C00928046I





Company Number 928046

102356 50

SPECIAL RESOLUTION

of

RL ULA 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 ULA Limited"

Signed for and on behalf of RL ULA Limited

Authorised Signatory on behalf of

Resolution Secretariat Services Limited -

Company Secretary

FRIDAY

A28 16/05/2008 COMPANIES HOUSE

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

RL ULA LIMITED

(Registered Number 928046)

(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 ULA 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 Phoenix Life Limited

Date

10/08