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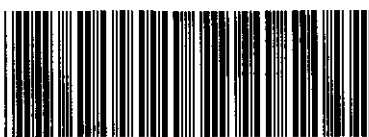
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2467160

The Registrar of Companies for England and Wales hereby certifies that
WEINEL & PARTNERS LIMITED

having by special resolution changed its name, is now incorporated
under the name of
THE MUSICAL INSTRUMENT FINANCE COMPANY LIMITED

Given at Companies House, Cardiff, the 31st May 2006



C02467160U



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

300617/10

2467160



THE COMPANIES ACTS 1985 and 1989
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION
of
WEINEL & PARTNERS LIMITED

At an Extraordinary General Meeting of the Company duly convened and held at Arbuthnot House, 20 Ropemaker Street, London EC2Y 9AR on 17 May 2006, the following Resolution was duly passed as a Special Resolution:

SPECIAL RESOLUTION

THAT the name of the Company be changed to:

THE MUSICAL INSTRUMENT FINANCE COMPANY LIMITED

Director

