



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2590727

The Registrar of Companies for England and Wales hereby certifies that

NATIONAL EXPRESS DOT2DOT LIMITED

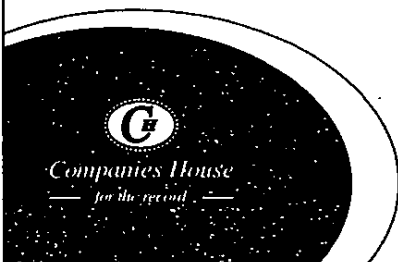
having changed its name, is now incorporated under the name of

SMOOTH LIMITED

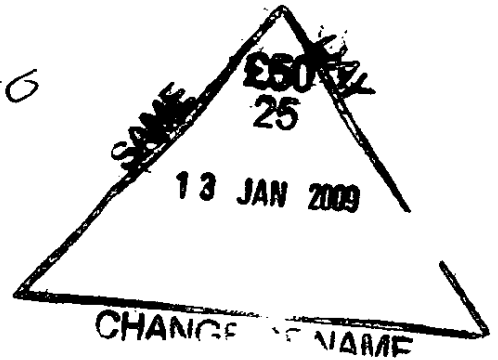
Given at Companies House on **13th January 2009**



C02590727C



100078/50



Company number 02590727

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

National Express Dot2Dot Limited (Company)



9 January 2009

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

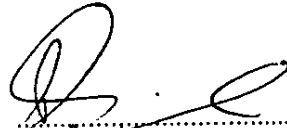
That the name of the Company be changed to Smooth Limited

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 9 January 2009, hereby irrevocably agrees to the Resolution:

Signed by
National Express Holdings Limited
Date


.....
9.1.09.....

NOTES

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

- **By Hand:** delivering the signed copy to Company Secretary, National Express Holdings Limited, 7 Triton Square, London NW1 3HG.
- **Post:** returning the signed copy by post to Company Secretary, National Express Holdings Limited, 7 Triton Square, London NW1 3HG.

If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.

3. Unless, by 31 January 2009, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.

4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.

5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.