

Written Resolution under Companies Act 2006

Company number 03053570

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

IGE USA GROUP LIMITED (the "Company")

16 November 2010 (the "Circulation Date")

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 (the "**Resolution**")

SPECIAL RESOLUTION

That

- (A) the name of the Company be changed to IGE USA Group, and
- (B) the regulations contained in the document attached to this Resolution and marked "A" for the purpose of identification be approved and adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association

By order of the board



Director/~~Secretary~~

16.11.10

Date

WEDNESDAY



LFPXGP6X

LD1

17/11/2010


318

COMPANIES HOUSE

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 the Circulation Date, hereby irrevocably agrees to the Resolution

Signed by  on behalf of **IGE USA Investments**

Date

16.11.10

NOTES

- 1 If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above
- 2 The document must be sent to the Company in hard copy form or in electronic form
- 3 A member's agreement to written resolutions, once signified, may not be revoked
- 4 Written resolutions are passed when the required majority of eligible members have signified their agreement to them
- 5 The period for agreeing to the written resolution is the period of 28 days beginning with the Circulation Date (see Section 297 Companies Act 2006)