



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3069336

The Registrar of Companies for England and Wales hereby certifies that

LEACH RHODES WALKER CDM LIMITED

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

LEAF CDM LIMITED

Given at Companies House on **25th April 2008**



C03069336O



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

No 03069336

To the member of Leach Rhodes Walker CDM Limited (in administration)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 it is proposed that the following resolution be passed as a special resolution

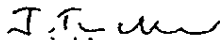
LEACH RHODES WALKER CDM LIMITED (IN ADMINISTRATION) ("THE COMPANY")

WRITTEN RESOLUTION

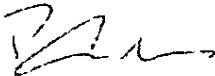
We, the undersigned, being the sole member of the Company who (at the circulation date of this resolution) (as defined in section 290 of the Companies Act 2006 ("the Circulation Date")) would have been entitled to vote on this resolution, hereby agree, pursuant to Chapter 2, Part 13 of the Companies Act 2006, to the following resolution as a special resolution.

THAT the name of the Company be changed to "Leaf CDM Limited"

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

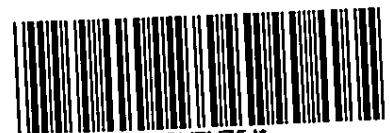


for and on behalf of
Leach Rhodes Walker Limited (in administration)
by James Robert Tucker one of its
Administrators (without personal liability)
in the presence of:



Date 18 April 2008

THURSDAY



A27 24/04/2008 91
COMPANIES HOUSE

NOTES

- 1 To signify your agreement to the resolution, please sign and date this document where indicated above and return it to the Company using one of the following methods

By Hand: delivering the signed copy to the Company at its registered office

Post: returning the signed copy by post to the Company at its registered office

E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to mike richmond@ashurst.com Please enter "Written resolutions dated 18 April 2008" in the e-mail subject box

- 2 Once you have indicated your agreement to the resolution, you may not revoke your agreement
- 3 Unless, by the end of the period of 28 days beginning with the Circulation Date, the resolution is not passed, it will lapse