

FILE COPY

CERTIFICATE OF INCORPORATION ON RE-REGISTRATION OF A PUBLIC COMPANY AS A PRIVATE COMPANY

Company No. 3194852

I hereby certify that

FITZWILTON FINANCE (U.K.) PLC

formerly registered as a public company has this day been re-registered under the Companies Act 1985 as a private company is now incorporated under the name of

FITZWILTON FINANCE (U.K.) LIMITED

and that the company is limited.

Given at Companies House on 15th January 2009



