

Company number 03264836

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

CLINPHONE GROUP LIMITED ("Company")

January 12, 2010

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution be passed as a special resolution (the "Resolution").

SPECIAL RESOLUTION

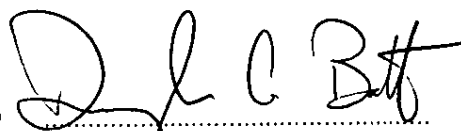
| | For | Against |
|--|------------|----------------|
| 1. That the name of the Company be changed to Perceptive eClinical Limited | X | |

AGREEMENT

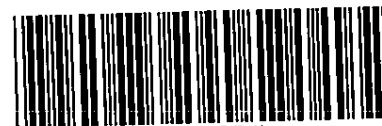
Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned, a person entitled to vote on the Resolution on January 12, 2010, hereby irrevocably agrees to the Resolution as indicated above.

Signed for and on behalf of **CLINPHONE LTD**
by its duly authorised representative


Douglas A. Batt, Director

January 12, 2010



LD1 18/01/2010 100
COMPANIES HOUSE

12/01/2010

NOTES

1. If you wish to vote in favour of the Resolution please put an 'X' in the 'For' box. If you wish to vote against a resolution please put an 'X' in the 'Against' box. Once you have indicated your voting intention please sign and date this document and return it to the Company using one of the following methods:

- **By Hand:** delivering the signed copy to
- **Post:** returning the signed copy by post to
- **Fax:** faxing the signed copy to marked "For the attention of".
- **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to . Please enter "Written resolution dated 2010" in the e-mail subject box.

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 2010, 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. 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.



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3264836

The Registrar of Companies for England and Wales hereby certifies that
under the Companies Act 2006:

CLINPHONE GROUP LIMITED

a company incorporated as private limited by shares; having its registered
office situated in England/Wales; has changed its name to:

PERCEPTIVE ECLINICAL LIMITED

Given at Companies House on **18th January 2010**



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES