



THE COMPANIES ACT 1985

Company No. 3898254

The Registrar of Companies for England and Wales hereby certifies that

CAMBIAN HERITAGE II LIMITED changed its name from THE HESLEY GROUP LIMITED to HERITAGE GROUP LIMITED on 29th September 2005 and from HERITAGE GROUP LIMITED to CAMBIAN HERITAGE II LIMITED on 10th October 2005.

Given at Companies House, Cardiff the 5th December 2005



C038982549









CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

Company No. 3898254

The Registrar of Companies for England and Wales hereby certifies that

THE HESLEY GROUP LIMITED

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

HERITAGE GROUP LIMITED

Given at Companies House, London, the 29th September 2005





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ON CHANGE OF NAME

Company No. 3898254

The Registrar of Companies for England and Wales hereby certifies that

THE HESLEY GROUP LIMITED

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

CAMBIAN HERITAGE II LIMITED

Given at Companies House, London, the 10th October 2005





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Company Number: 3898254

THE COMPANIES ACT 1985

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

THE HESLEY GROUP LIMITED (the "Company")

Pursuant to section 381A of the Companies Act 1985 (the "Act")

(Passed on 7 October 2005)

We, the undersigned, being the sole member of the Company who at the date of this resolution is entitled to attend and vote at a general meeting of the Company, **HEREBY RESOLVE**, pursuant to section 381A of the Act, that the following resolution shall be passed as a Special Resolution:

THAT the name of the Company be changed to "Cambian Heritage II Limited".

for and on behalf of

HESLEY HOLDINGS (SOUTH) LIMITED

Date 7 October 2005

100h Read

COMM.647520.1