

Company number 4053613

40 GROSVENOR PLACE LIMITED (THE "COMPANY")

WRITTEN RESOLUTIONS OF THE COMPANY

PURSUANT TO SECTION 288 OF THE COMPANIES ACT 2006

PASSED ON 21 DECEMBER 2012

The directors of the Company propose that the following written resolution be passed by the Company, having effect as a special resolution of the Company

SPECIAL RESOLUTION

IT IS RESOLVED THAT

the name of the Company be and is hereby changed to NPS 40 GPL Limited, or, if that name is not approved by the Registrar, any other such name as may be agreed by the directors of the Company

Members of the Company who are eligible members because they are entitled to vote on the resolution on the circulation date (that is the first date on which copies of the resolution are first sent to members, being 10 DECEMBER 2012) should sign and date below to signify their agreement to the resolution and return the signed document by hand to the Company

The resolution must be passed by the requisite majority by the end of the period of 28 days beginning with the circulation date 10 DECEMBER 2012 otherwise it will lapse

Agreed

Signed



for and on behalf of

Grosvenor Management Limited

Date . 21 DECEMBER 2012



Company number 4053613

40 GROSVENOR PLACE LIMITED (THE "COMPANY")

WRITTEN RESOLUTIONS OF THE COMPANY

PURSUANT TO SECTION 288 OF THE COMPANIES ACT 2006

PASSED ON 21 DECEMBER 2012

The following written resolution having been duly proposed by the directors of the Company was duly passed by the sole member of the Company as a special resolution

SPECIAL RESOLUTION

IT IS RESOLVED THAT

the name of the Company be and is hereby changed to NPS 40 GPL Limited, or, if that name is not approved by the Registrar, any other such name as may be agreed by the directors of the Company

Signed



for and on behalf of the Company



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4053613

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

40 GROSVENOR PLACE LIMITED

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

NPS 40 GPL LIMITED

Given at Companies House on **22nd January 2013**



Companies House



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**